

THE SURETY GROUP, INC.

October 19, 1978

J. Larry Palmer

Max. 500 shares com \$:10

Fulton County

paid in \$500.00

~~78-10564~~

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DUPLICATE



*J. Ben W. Fortson, Jr., Secretary of State of the
State of Georgia, do hereby certify, that*

"THE SURETY GROUP, INC."

has been duly incorporated under the laws of the State of Georgia on the **19th**
day of **October**, 19 **78**, by the filing of articles of incorporation in the office of the
Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true
copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and
affixed the seal of my office, at the Capitol, in the City of
Atlanta, this **19th** day of **October** in the year
of our Lord One Thousand Nine Hundred and Seventy
Eight and of the Independence of the United States
of America the Two Hundred and **Three.**

Ben W. Fortson, Jr.

SECRETARY OF STATE, EX-OFFICIO COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF INCORPORATION
OF
THE SURETY GROUP, INC.

1.

The name of the corporation is The Surety Group, Inc.

2.

The corporation shall have perpetual duration.

3.

The corporation is a corporation for profit and is organized for the following general purposes:

(A) To operate as a general agent, special agent and broker, writing all types of insurance.

(B) To engage in any other lawful business or activity relating thereto, and which in any way involves insurance or the contracting trade.

(C) To engage in any other lawful act or activity for which corporations may be organized under the Georgia Business Corporation Code.

4.

The corporation shall have all of the powers and shall enjoy all the rights, privileges and immunities as provided for under the Georgia Business Corporation Code.

5.

The corporation shall be authorized to issue its common stock in accordance with the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended, pursuant to such prior plans as it may from time to time adopt, and the Board of Directors of the corporation shall be authorized to adopt the initial plan for the issuance of such common stock at its first organizational meeting.

6.

The maximum number of shares of capital stock that the corporation shall be authorized to have outstanding at any

time shall be 500 shares of common stock at the par value of ten cents (\$.10) per share; and the corporation shall not begin business until it has received consideration of a fixed value, which shall not be less than \$500.00 for the issuance of its shares of common stock.

7.

None of the holders of shares of common stock of the corporation shall be entitled as a matter of right to purchase, subscribe for or otherwise acquire any new or additional shares of capital stock of the corporation of any class, or any options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares or any shares, evidence of indebtedness or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares.

8.

The Board of Directors may authorize the issuance of bonds, debentures and other evidence of indebtedness of the corporation and may fix all the terms thereof, including, without limitation, the convertibility thereof into shares of stock of the corporation of any class, or any series of the same class.

9.

The initial registered office of the corporation shall be The Surety Group, Inc., Suite 312, 1800 Peachtree Road, Atlanta, Fulton County, Georgia, and the initial registered agent of the corporation at said address shall be W. Ray Barnett.

10.

The initial Board of Directors of the corporation shall consist of four (4) members, whose names and addresses are as follows:

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OCT 11 1 27 PM '78
BEN W. FORTSON, JR.
SECRETARY OF STATE

<u>NAME</u>	<u>ADDRESS</u>
W. Ray Barnett	177 Covered Bridge Road Smyrna, Georgia 30080
Cynthia Bailey	166 Misty Hollow Way Woodstock, Georgia 30088
Sharon D. Barnett	177 Covered Bridge Road Smyrna, Georgia 30080
Brenda West	Route 6 - Walnut Way Dallas, Georgia 30132

11.

The name and address of the incorporator is J. Larry Palmer, Palmer & Krantz, 4030 B Lucille Avenue, Lithia Springs, Douglas County, Georgia 30057.

12.

The corporation shall have the power, acting by its Board of Directors, to make distributions to its shareholders out of its capital surplus and to purchase its own shares out of its unreserved and unrestricted capital surplus available therefor.

IN WITNESS WHEREOF, I have hereunto executed these Articles of Incorporation, this 13'th day of October, 1978.


Incorporator

I, W. Ray Barnett, consent to be the registered agent
of The Surety Group, Inc.

W Ray Barnett

W. Ray Barnett
Suite 312
1800 Peachtree Road
Atlanta, Fulton County, Ga.

10/13/78

Date

Larry Palmer

Witness



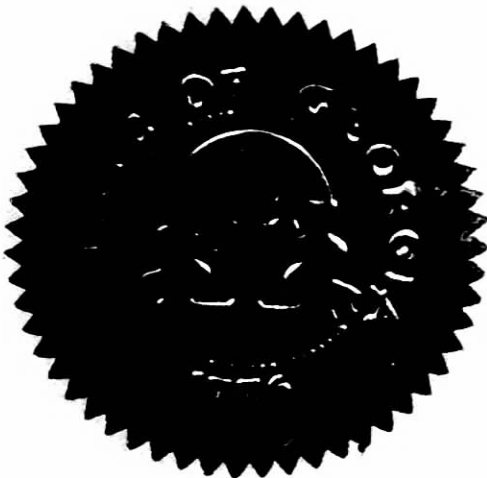
J. Ben W. Fortson, Jr., Secretary of State of the State of Georgia, do hereby certify, that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"THE SURETY GROUP, INC."

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this
20th day of **September**, in the year of our Lord
One Thousand Nine Hundred and Seventy **Eight** and
of the Independence of the United States of America the Two
Hundred and **Three**.

Ben W. Fortson Jr.

Secretary of State, Ex-Officio Corporation
Commissioner of the State of Georgia