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TALLAHASSEE L'ASTATE

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

6001710000 9000075900 -08/23/96--0057--009 *****78,75 *****70,75

SUBJECT: Capital Partners Insurance and Financial Services, Inc.
(Proposed corporate name - must include suffix)

for :	\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	filing Fee & Certified Copy	\$131.25 Filing Fee, Certified Copy & Certificate by Required			
	FROM:	Timothy A. Thomas Name (printed or typed)					
		495 S. Nova Road, Suite 102 B					
		Ormond Bea	ch, FL 32174				
		City	, State & Zip				
		(904) 672-	2827				
		Daytime	Telephone number		1		

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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The undersigned incorporator(s), for the purpose of forming a corporation under the filorida Business A Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Capital Partners Insurance and Financial Services, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

495 S. Nova Road, Suite 102 B Ormond Beach, FL 32174

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Timothy A. Thomas 495 S. Nova Road, Suite 102 B Ormond Beach, FL 32174

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of incorporation is(are):

Timothy A. Thomas 495 S. Nova Road, Suite 102 B Ormond Beach, FL 32174

Mark A. Baker 495 S. Nova Road, Suite 102 B Ormond Beach, FL 32174

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

19th day of August _____, 19_96 ___.

(An additional article must be added if an effective date is requested.)

Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES THEFLORIDA UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is:	Capita1	Partners	Insurance	and	Financia1	_Services,				
		Inc.	<u> </u>				-				
2.	The name and address of the regist	ered agent a	and office is:								
Timothy A. Thomas (NAME)											
	495 S. Nova (P.O. Box	a Road, S	·		_						
	Ormond Bead		2174 TATE/ZIP)								

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(SIGNATURE) 8-19-94 (DATE)