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SUITE 400
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February 11, 2000

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

000003141940--1
-02/21/00--01128--011
****122.50 *****78.75

Re: Colonial Risk, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporation. Please file the original Articles, and return one certified copy in the enclosed envelope. Also enclosed is our check for \$122.50 which represents the following:

Filing fee	\$35.00
Registered Agent fee	\$35.00
Certified copy	\$52.50
Total	\$122.50

Thank you for your assistance.

Very truly yours,

Christopher D. Niles
Christopher D. Niles
For the Firm

FILED
00 FEB 21 AM 10:07
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Asid
For Christopher Niles GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Print Address*
DATE *2/25/00*
DOC. EXAM *W. Brown*

CDN/le
Enclosures

ARTICLES OF INCORPORATION
OF
COLONIAL RISK, INC.

FILED
00 FEB 21 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of this corporation is Colonial Risk, Inc.
1850 Lee Road - Winter Park, Florida 32789.

ARTICLE II - DURATION

This corporation shall have perpetual existence and these Articles are effective upon filing.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$.01 par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1850 Lee Road, Winter Park, Florida 32789, and the name of the initial registered agent of this corporation at that address is David Liput. The undersigned is familiar with and accepts the duties of registered agent pursuant to Florida Statute 607.325.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation is:

Mr. Kris George
2239 Chippewa Trail
Maitland, Florida 32751

Mr. David Liput
1529 Antoinette Court
Oviedo, Florida 33765

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Mr. David Liput
1529 Antoinette Court
Oviedo, Florida 33765

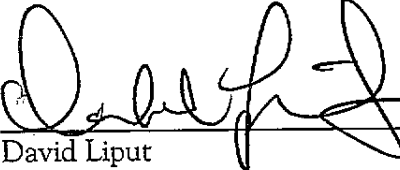
ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 17 day of Feb, 2000.


witness

witness


David Liput
Incorporator and as Registered Agent

FILED
00 FEB 21 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA