

**P00000022866**  
NEW OFFICES  
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February 23, 2000

Secretary of State  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation-New Filing  
New America Managing General Agency, Inc.  
Our file no.: 99-112

100003150791--5  
-02/29/00--01007--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find original Articles of Incorporation of New America Managing General Agency, Inc. We also enclose our firm check in the amount of \$78.75 representing:

Filing fee .....\$35.00  
Certificate designating registered agent .....\$35.00  
Certified copy of Articles of Incorporation .....\$8.75

TOTAL FEE: .....\$78.75

Please forward a certified copy of the Articles of Incorporation to this office. Thank you for your attention to this matter.

Very truly yours,

COLODNY, FASS & TALENFELD, P.A.

*Wendy Beck*  
Wendy Beck

FILED  
00 FEB 29 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosures:  
Original Articles  
Check for \$78.75

3-7  
WCB

ARTICLES OF INCORPORATION  
OF  
NEW AMERICA MANAGING GENERAL AGENCY, INC.

FILED  
00 FEB 29 AM 8:28  
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

The name of the corporation shall be: New America Managing General Agency, Inc. Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

The general nature of the business to be transacted by the corporation shall be to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The maximum number of shares that the corporation is authorized to have outstanding at any time shall be five thousand (5000) shares of common stock at no par value.

ARTICLE IV

The street address of the principal office of this corporation will be 101 Federal Place, Suite 201, Tarpon Springs, Florida 34689.

ARTICLE V

The initial street address of the Corporation's registered office is 101 Federal Place, Suite 201, Tarpon Springs, Florida 34689. The initial registered agent for the Corporation at that address is Robert M. Willis, Esquire.

ARTICLE VI

The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

NAME

Robert M. Willis, Esq.

ADDRESS

101 Federal Place  
Suite 201  
Tarpon Springs, Florida 34689

ARTICLE VII

The name and street address of the person signing these articles of incorporation is Robert M. Willis, Esq., 101 Federal Place, Suite 201, Tarpon Springs, FL 34689.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

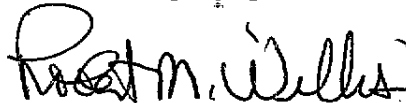
ARTICLE VIII

In pursuance of Chapter 48.091, Florida Statutes the following is submitted, in compliance with said Act:

First. That New America Managing General Agency, Inc., desiring to organize under the laws of the State of Florida with its registered office indicated in the Articles of Incorporation at 101 Federal Place, Suite 201, Tarpon Springs, Florida, 34689, has named Robert M. Willis as its agent to accept service of process within this state. The undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

ACKNOWLEDGMENT:

Having been named to accept service of process for New America Managing General Agency, Inc., at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Robert M. Willis

ARTICLE IX

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' Meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 19th day of February, 2000.

Robert M. Willis  
Robert M. Willis

STATE OF Maryland :  
COUNTY OF Prince George's : ss.

The foregoing instrument (Articles of Incorporation for New America Managing General Agency, Inc.) was acknowledged before me this 19 day of Feb., 2000, by Robert M. Willis who is personally known to me or who has produced Md. Driver's License identification.

My commission expires:

ROSA L. BEATTY  
NOTARY PUBLIC STATE OF MARYLAND  
My Commission Expires December 01, 2001

Rosa L. Beatty  
Signature of Acknowledger  
Rosa L. Beatty  
Typed/Printed Name of Acknowledger  
Notary  
Title or Rank  
Serial Number, if any