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Law Offices of
Nicholas P. Sardelis, Jr.
Chartered

2033 Main Street
Suite 100
Sarasota, Florida 34237

March 1, 2000

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Fax (941) 951-0924

FILED
00 MAR -3 AM 9:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

RE: Gary P. Benjamin, P.A.

Dear Sir/Madam:

Herewith I hand to you the original and a duplicate of the Articles of Incorporation of the above-captioned corporation together with my office account check in the amount of \$122.50 for fees in connection with filing, designation of registered agent, and our file copy of recorded articles of incorporation together with charter number.

Thank you for your attention to this matter.

Sincerely,

Nicholas P. Sardelis, Jr.

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-03/03/00--01134--020
****122.50 *****78.75

GAVE
AUTHORIZATION BY PHONE TO
CORRECT PA. ACC + principle add.
DATE 3-10-00
DOC. EXAM CB

NPS/paw
Enclosure: Articles of Incorporation

cc: Gary P. Benjamin

CB
3-10-00
4

**ARTICLES OF INCORPORATION
OF
GARY P. BENJAMIN, P.A.**

FILED
00 MAR -3 AM 9:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a professional service corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: GARY P. BENJAMIN, P.A.

2991 Dick Wilson Dr., Sarasota, Fl.
34240

ARTICLE II - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607 Florida Statutes, as now exists or may after be amended.

To engage in every aspect of insurance and real estate sales, and all its related aspects.

To engage and render the professional services involved only through its officers, agents and employees who shall be in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

This corporation may engage or transact in 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 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "common shares". All stock, when issued, shall be fully paid and non-assessable.

Shares of the corporation's stock and certificates shall be issued only to persons in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is: 2991 Dick Wilson Dr., Sarasota, Fl. 34240, and, the name of its initial registered agent at said address is: Gary P. Benjamin.

ARTICLE VI – INCORPORATOR

The name and address of the Incorporator is as follows: Gary P. Benjamin, 2991 Dick Wilson Dr., Sarasota, Fl. 34240.

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of incorporation, or until his successor is elected or appointed is:

Gary P. Benjamin 2992 Dick Wilson Dr.
Pres./Sec./Treas./Dir. Sarasota, Florida 34240

ARTICLE VIII – AMENDMENT

These articles of incorporation may be amended in any manner provided by law.

ARTICLE IX – BYLAW AMENDMENT

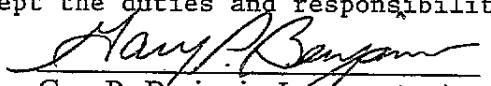
The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 15th day of March, 2000.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

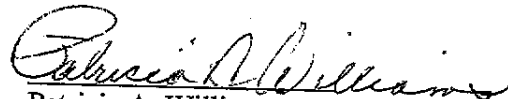

Gary P. Benjamin, Incorporator /
Registered Agent

FILED
00 MAR -3 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Gary P. Benjamin, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation and has produced a Florida Dr. Lic. bearing number 6525-295-56-051-D as proof of identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 1ST day of March 2000.


Patricia A. Williams
Notary Public, State of Florida

My Commission Expires:



Patricia A Williams
My Commission CC736808
Expires April 26, 2002