

P000000/06889

LAW OFFICES OF
GARY B. TULLIS
9104 CYPRESS GREEN DRIVE
JACKSONVILLE, FLORIDA 32256

Telephone No.:(904)448-6000

Facsimile No.:(904)730-0023

November 1, 2000

Florida Department of State
Division of Corporations
409 Gaines Street
P. O. Box 6327
Tallahassee, Florida 32314

400003462204--8
-11/13/00--01152--003
****122.50 ****78.75

Dear Sirs:

Enclosed herewith, please find the original and one fully executed copy of the Articles of Incorporation of Insure One, Inc. for filing. In payment of the filing charges and taxes, I have enclosed herewith a check in the amount of \$122.50.

Please forward the Articles of Incorporation to the undersigned.

Thank you for prompt attention to this matter.

Very truly yours,

Gary B. Tullis, Esq.

GBT/ad
Enc.

FILED
00 NOV 13 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SHERRY A. NYE & ASSOCIATES, INC.

FILED
00 NOV 13 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES I

The name of this corporation is Sherry A. Nye & Associates, Inc.

ARTICLES II

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

General Purpose and Nature of Business

This corporation is organized for the purpose of transacting and engaging in any and all lawful business or activity permitted under the laws of the United States of America and the laws of the State of Florida, as amended.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated as "common stock."

ARTICLE V

No Preemptive Rights Granted

No stockholder of any class of stock of this corporation shall be entitled to preemptive rights to purchase unissued or treasury shares of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares, except to the extent that and upon such terms as the Board of Directors may from time to time determine.

ARTICLE VI

Street Mailing Address of Initial
Registered Office and Name of Initial Registered Agent

The initial street and mailing address of the principal place of business of said corporation is 3810 Church Road, Callahan, Fl 32011. The registered agent is Gary B. Tullis, Esquire.

Initial Directors

Gary B. Tullis, Esquire 9104 Cypress Green Drive
Jacksonville, FL 32256

Gary B. Tullis, Esquire 9104 Cypress Green Drive
Jacksonville, FL 32256

Amendments

IN WITNESS WHEREOF, I, Gary B. Tullis, being the incorporator and the original subscriber to the capital stock herein above named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate and by declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 6th day of November, 2000.

Gary B. Tullis

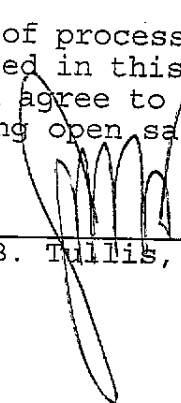
Certification Designating Place of Business or
Domicile for the Service of Process Within
This State, Naming Agent Upon Which Process
May Be Served

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

First: That Sherry A. Nye & Associates, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the 3810 Church Road, Callahan, Florida 32011 has named Gary B. Tullis, Esquire whose address is 9104 Cypress Green Drive, Jacksonville, FL 32256 as its agent to accept service of process within the state.

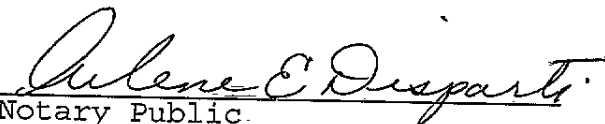
ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, 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.



Gary B. Tullis, Esquire

Sworn to and subscribed before me -
this 9th day of November 2000
appeared Gary B. Tullis who is
personally known to me or who produced the
following identification _____



Notary Public.

Notary Public (Print)
My Commission Expires:



Arlene E Disparti
★ My Commission CC845818
Expires August 3, 2003

FILED
00 NOV 13 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA