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## FLORIDA PROFIT CORPORATION OR P.A.

AMERICOMP ADMINISTRATORS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	0375
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 6, 2001

JOHNSON, BLAKELY, POPE

SUBJECT: AMERICOMP ADMINISTRATORS, INC.  
REF: W01000004986

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

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Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION  
OF  
AMERICOMP ADMINISTRATORS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - Name

The name of the corporation shall be:

AMERICOMP ADMINISTRATORS, INC.

ARTICLE II - Principal Office

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

5951 Catteridge Blvd., Suite 200, Sarasota, Florida 34232.

ARTICLE III - Capital Stock

The capital stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock. The par value of each share of such stock shall be \$ .0001.

Prepared By:

Donald P. Reed, Esq.  
Johnson, Blakely, Pope, Bokor,  
Ruppel & Burns, P.A.  
100 North Tampa Street, Suite 1800  
Tampa, Florida 33601-1100  
Florida Bar No. 995274  
(813) 225-2500

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ARTICLE IV - Initial Registered Agent and Street Address

The name and the street address of the initial registered agent of the corporation are:

James N. McConnaughay, 101 North Monroe Street, Suite 900,  
Tallahassee, Florida 32302-0229.

ARTICLE V - Incorporator

The name and the address of the incorporator signing these Articles of Incorporation are:

Donald P. Reed, 100 North Tampa Street, Suite 1800, Tampa, Florida 33601-1100.

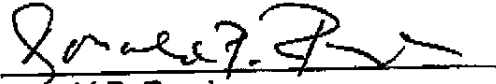
ARTICLE VI - Indemnification

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

ARTICLE VII - Amendment

Subject only to applicable provisions of the Florida Business Corporation Act, the board of directors of the corporation shall have the right to amend or repeal any provision contained in these Articles of Incorporation or in any amendment hereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of March, 2001.

  
Donald P. Reed

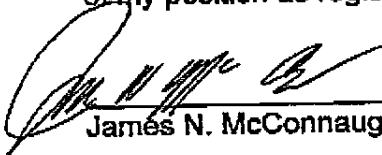
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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT  
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, *Florida Statutes*, AMERICOMP ADMINISTRATORS, INC., desiring to organize under the laws of the State of Florida, designates James N. McConnaughay, 101 North Monroe Street, Suite 900, Tallahassee, Florida 32302-0229 as its registered agent and registered office in the State of Florida.

**ACCEPTANCE OF DESIGNATION**

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.

  
James N. McConnaughay

Date: March 5, 2001

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