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July 5, 2001

FILED
01 JUL -6 AM 10:06
SECRET
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STATE
FLORIDA

P010000068000

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-07/06/01--01075--003
*****78.75 *****78.75

Re: InsureTrust Financial Group, Inc.
Our File No. P343-17801

Dear Sir/Madam:

Please find enclosed the following:

EFFECTIVE DATE
06-29-01

1. Articles of Incorporation
2. Certificate of Designation of Registered Agent and Registered Office
3. Check in the amount of \$78.75, which represents the filing fee and fee for a certified copy

Please return the certified copy to me at the above address.

If you have any questions, please call.

Thank you.

Very truly yours,

Mark F. Ahlers

MFA/sev
Enclosures

ARTICLES OF INCORPORATION

OF

InsureTrust Financial Group, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

06-29-01

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: InsureTrust Financial Group, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 5101 Ashcrest Court, Tampa, Florida 33647.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00)

ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

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

Kenneth F. Petersen
5101 Ashcrest Court
Tampa, Florida 33647

ARTICLE V. TERM OF EXISTENCE

The corporate existence shall commence upon subscription of these Articles and shall continue perpetually.

ARTICLE VI. BOARD OF DIRECTORS

The names and addresses of the initial board of directors are:

Kenneth F. Petersen
5101 Ashcrest Court
Tampa, Florida 33647

Suzanne E. Petersen
5101 Ashcrest Court
Tampa, Florida 33647

Fredrick H. Petersen
4 Chestnut Hill Road
West Simsbury, CT 06092

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Kenneth F. Petersen, 5101 Ashcrest Court, Tampa, Florida 33647.

The undersigned has executed these Articles of Incorporation this 29th day of June, 2001.

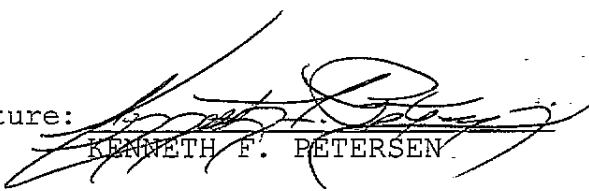

KENNETH F. PETERSEN

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: InsureTrust Financial Group, Inc.

2. The name and office address of the registered agent and address of the registered office are: Kenneth F. Petersen, 5101 Ashcrest Court, Tampa, Florida 33647.

Signature: 

KENNETH F. PETERSEN

TITLE: Incorporator

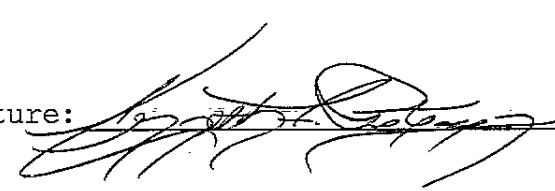
DATE: June 29, 2001

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL -6 AM 10:06

FILED

Signature: 

DATE: June 29, 2001