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August 9, 2001

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****122.50 *****78.75

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Godwin Insurance Agency, Inc.

Dear Sir:

Enclosed please find proposed Articles of Incorporation and one copy thereof, with registered agent form attached, for filing.

I also enclose my check in the amount of \$122.50 for the following expenses:

Filing Fees	\$35.00
Certified Copy	52.50
Registered Agent	
Designation	<u>35.00</u>
	\$122.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

I trust the foregoing is sufficient for issuance of charter.

Very truly yours,


Jed Berman

JB
Enclosures

F. CHESLER AUG 16 2001

ARTICLES OF INCORPORATION

ARTICLE I

The name of the corporation is GODWIN INSURANCE AGENCY, INC.

ARTICLE II

The principal office and mailing address of the corporation is 217 St. Joe Plaza Rd., Palm Coast, Florida 32164.

ARTICLE III

The number of shares the corporation is authorized to issue is 10,000 common, \$1.00 par value, consisting of one class only.

ARTICLE IV

Preemptive rights are granted to shareholders in the event of future distributions of stock. The board of directors shall have the authority to fix the procedures for exercising such rights at the time of future distributions of stock.


ARTICLE V

The street address of the corporation's initial registered agent is 217 St. Joe Plaza Rd., Palm Coast, Florida 32164, and the corporation's initial registered agent is Kym Godwin.

ARTICLE VI

The name and address of the Incorporator is Kym Godwin, 217 St. Joe Plaza Rd., Palm Coast, Florida 32164.

IN WITNESS WHEREOF the Incorporator has hereunto said her hand and seal this 8 day of August, 2001.


Kym Godwin, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to Fla. Stat. 48.091, the following is submitted in
compliance thereof.

That GODWIN INSURANCE AGENCY, INC., desiring to organize
under the laws of the State of Florida, has named Kym Godwin,
located at 217 St. Joe Plaza Rd., Palm Coast, Florida 32164, as
its registered agent to accept service of process within this
state.

ACKNOWLEDGMENT

Having been named to accept service of process for GODWIN
INSURANCE AGENCY, INC. at the place designated in this
certificate, I hereby accept said designation and agree to comply
with the statutory requirement relevant to keeping open said
office.


Kym Godwin, Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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