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FLORIDA PROFIT CORPORATION OR P.A.

ADVANTAGE BENEFIT CONSULTAMTS, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
Advantage Benefit Consultants, Inc.

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In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, hereby act as incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is Advantage Benefit Consultants, Inc.

ARTICLE II

The existence of the corporation shall begin upon filing these articles with the Florida Department of State. The purpose of the corporation is to engage in insurance sales and consulting and in any other related activities in which professional associations and corporations may engage.

ARTICLE III

The street address of the principal office of the corporation is 5704 Mahogany Avenue, Plantation, FL.

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 100, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 315 S.E. 7th Street, Suite 200, Fort Lauderdale, Florida. The initial registered agent for the Corporation at that address is Christopher C. Cloney, 315 SE 7th Street, Suite 200, Fort Lauderdale, FL 33301.

ARTICLE VI

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation bylaws, but never less than one. The names and street addresses of the persons who shall serve on the initial board of directors are:

Name	Address
Lynne A. Cloney	8704 Mahogany Avenue Plantation, FL 33324

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Ralph Tumolo

8704 Mahagony Avenue
Plantation, FL 33324

ARTICLE VII

The names and street address of the person signing these articles of incorporation is:

Name

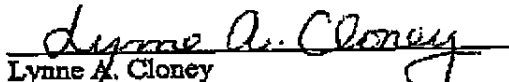
Address

Lynne A. Cloney

8704 Mahagony Avenue
Plantation, FL 33324

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned has executed these articles of incorporation on this 7th day of December, 2001.
Lynne A. Cloney

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for Advantage Benefit Consultants, Inc. at the place designated in the articles of incorporation, the undersigned, Christopher C. Cloney, Esquire, is familiar with and accepts the obligations of that position pursuant to F.S. §607.0501(3).


Christopher C. Cloney, EsquireDated this 7th day of December, 2001.FILED
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