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TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

EFFECTIVE DATE
03-19-02

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-03/22/02--01032--020
*****70.00 *****70.00

SUBJECT: FRANK & ASSOCIATES INSURANCE, INC.

ENCLOSED IS AN ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION AND A
CHECK FOR \$70.00.

FROM: CHAD SHULTZ OF CARTER, MEROLLE & COMPANY, PA
2570 ATLANTIC BLVD, SUITE 1
JACKSONVILLE, FLORIDA 32207
(904) 398-3031, EXT 3011

FILED
02 MAR 22 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 3/29

**ARTICLES OF INCORPORATION
OF
FRANK & ASSOCIATES INSURANCE, INC.**

EFFECTIVE DATE
03-19-02

The undersigned, for the purpose of forming a Corporation under Florida statutes, adopts the following Articles of Incorporation.

ARTICLE I

NAME AND PLACE OF BUSINESS

The name of this Corporation is Frank & Associates Insurance, Inc. with its principal place of business at 12477 Autumnbrook Trail, E, Jacksonville, Florida 32258.

ARTICLE II

DURATION

This Corporation shall exist perpetually. Corporate existence shall commence on March 19, 2002.

ARTICLE III

NATURE OF BUSINESS

The purpose for which this Corporation is organized and the general nature of the business to be transacted by this Corporation is to engage in every phase and aspect of this business of rendering to the public through this Corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the State of Florida to render insurance and related financial services and sales.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00.

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ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation 12477 Autumnbrook Trail, E, Jacksonville, Florida 32258 and the name of the initial registered agent of this Corporation at that address is Ken Frank, Jr.

ARTICLE VI

OFFICERS

The officers of the Corporation shall be:

President:	Ken Frank, Jr.
Treasurer:	Ken Frank, Jr.
Secretary:	Sheri L. Frank

Whose address shall be the same as the principal office of the Corporation.

ARTICLE VII

DIRECTORS

The names and street addresses of the members of the first Board of Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Ken Frank, Jr.	12477 Autumnbrook Trail, E, Jacksonville, Florida 32258
Sheri L. Frank	12477 Autumnbrook Trail, E, Jacksonville, Florida 32258

ARTICLE VIII

BYLAWS

The initial bylaws of this Corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX

AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

INCORPORATOR

The street address of the incorporator of this Corporation is 2570 Atlantic Blvd., Suite 1, Jacksonville, Florida 32207 and the name of the incorporator of this Corporation is Chad A. Shultz.

The undersigned incorporator to these Article of Incorporation of this 19th day of March, 2002.

Chad Shultz
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Samuel L. Lewis
Registered Agent

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TALLAHASSEE, FLORIDA