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REFERENCE : 553651 8673A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
2002 APR 29 PM 5:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : April 29, 2002

ORDER TIME : 11:28 AM

ORDER NO. : 553651-005

CUSTOMER NO: 8673A

CUSTOMER: T. Kevin Knight, Esq
Drage Debeaubien Knight
Simmons Romano & Neal
332 North Magnolia Avenue

Orlando, FL 32801

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-04/29/02--01081--011
*****78.75 *****78.75

DOMESTIC FILING

NAME: NEWPORT SURETY CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

4/29/02

RECEIVED
02 APR 29 PM 12:15
DIVISION OF CORPORATION

DRAGE, DE BEAUBIEN, KNIGHT, SIMMONS, MANTZARIS & NEAL

ATTORNEYS AND COUNSELLORS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

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†† BOARD CERTIFIED CIVIL TRIAL ATTORNEY

‡ BOARD CERTIFIED BUSINESS LITIGATION ATTORNEY

* ALSO ADMITTED TO KANSAS BAR

* ALSO ADMITTED TO PUERTO RICO BAR

April 24, 2002

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

FILED
2002 APR 29 PM 5:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: Newport Surety Corporation.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Newport Surety Corporation, for filing with your office.

Also enclosed is a check in the amount of \$78.75 representing the filing fee, registered agent fee, and certified copy fee.

Once the Articles have been filed, please return the certified copy to us. If there are any questions, please contact us.

Very truly yours,

By: 

Kevin Knight

TKK/kk
Enclosure

cc: Mickey Paine

ARTICLES OF INCORPORATION
OF
NEWPORT SURETY CORPORATION

FILED

2002 APR 29 PM 5:53

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida:

ARTICLE I. NAME AND PRINCIPAL ADDRESS OF CORPORATION

The name and address of the corporation is: **NEWPORT SURETY CORPORATION**, 2666 Barbados Drive, Winter Park, FL 32792.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 100 shares of common stock having a par value of \$1.00 per share. The corporation will begin business with ONE HUNDRED AND 00/100 DOLLARS. All stock to be issued in this corporation shall qualify under Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE IV. ADDRESS

The street address of the initial registered agent of the corporation shall be 332 N. Magnolia Ave., Orlando, FL 32801, and the name of the initial registered agent of the corporation at that address is Kevin Knight.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have one (1) Director initially. The names and street addresses of the initial members of the Board of Directors are:

1. Robert E. Paine
2666 Barbados Drive
Winter Park, FL 32792

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

- | | | |
|----|--------------------------|-----------------------|
| 1. | President/Secretary | Robert E. Paine |
| | Vice President/Treasurer | 2666 Barbados Drive |
| | | Winter Park, FL 32792 |


ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any registered agent, officer, director or incorporator, or any former registered agent, officer, or director, to the full extent permitted by law.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is Robert E. Paine, 2666 Barbados Drive, Winter Park, FL 32792.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
the 25th day of April, 2002.


Robert E. Paine

State of Florida
County of Orange

The foregoing instrument was acknowledged before me this 25 day of April,
2002, by ROBERT E. PAINE, who is personally known to me or who has produced a
Florida Driver's License as identification and who did take an oath.

Witness my hand and official seal in the County and State aforesaid this 25 day
of April, 2002.

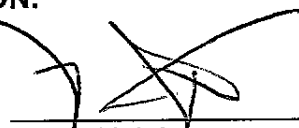


Nancy R Vannoy
My Commission DD033228
Expires July 27, 2005


Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as Registered Agent
for **NEWPORT SURETY CORPORATION.**


Kevin Knight,
Registered Agent

2002 APR 29 PM 5:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED