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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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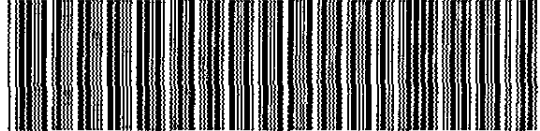
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OR 3/6

Law Offices  
**John R. Forbes**  
8825 Perimeter Park Boulevard, Building 100  
Jacksonville, Florida 32216

Admitted  
State of Florida  
District of Columbia

Telephone: (904) 737-3366  
Facsimile: (904) 730-0023

February 18, 2003

Doris Brown  
Document Specialist  
Florida Department of State  
Division of Corporations  
409 Gaines Street  
P. O. Box 6327  
Tallahassee, Florida 32314

Ref: STANFORD LIFE GUARANTY CORP, INC.

Dear Ms. Brown:

Enclosed herewith, please find the original and one fully executed copy of the Articles of Incorporation of Stanford Life Guaranty Corp, Inc. for filing.

In payment of the filing charges and taxes, I have enclosed herewith a check in the amount of \$122.50.

Please forward the Articles of Incorporation to the undersigned.

Thank you for your prompt attention to this matter.

Very truly yours, ..



John R. Forbes, Esquire

JRF/jb  
enc.

ARTICLES OF INCORPORATION  
OF  
STANFORD LIFE GUARANTY CORP, INC.

FILED  
03 MAR -5 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is STANFORD LIFE GUARANTY CORP, INC.

ARTICLE II

This Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

General Purpose and Nature of Business

This corporation is organized for the purpose of transacting and engaging in any and all lawful business or activity permitted under the laws of the United States of America and the laws of the State of Florida, as amended.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated as "common stock."

ARTICLE V

No Preemptive Rights Granted

No stockholder of any class of stock of this corporation shall be entitled to preemptive rights to purchase unissued or treasury shares of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares, except to the extent that and upon such terms as the Board of Directors may from time to time determine.

ARTICLE VI

Street Mailing Address of Initial  
Registered Office and Name of Initial Registered Agent

The initial street and mailing address of the registered agent of said corporation is 8825 Perimeter Park Boulevard, Suite 102, Jacksonville, Florida 32216. The initial registered agent is John R. Forbes, Esquire. The initial street and mailing address of the corporation is 4160 Burning Tree Lane, Jacksonville, Florida 32223.

#### ARTICLE VII

##### Initial Directors

The initial board of director of this corporation is:

Larry E. Haynes  
President

4160 Burning Tree Lane South  
Jacksonville, Florida 32223

#### ARTICLE VIII

The name and address of the incorporator signing these articles is:

Larry E. Haynes

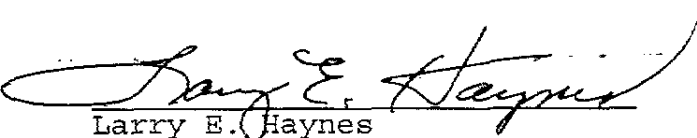
4160 Burning Tree Lane South  
Jacksonville, Florida 32223

#### ARTICLE IX

##### Amendments

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, Larry E. Haynes, being the incorporator and the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate and by declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 18<sup>th</sup> day of February 2003.

  
Larry E. Haynes

Certification Designating Place of Business or  
Domicile for the Service of Process Within  
This State, Naming Agent Upon Which Process  
May Be Served

FILED  
MAR -5 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes,  
following is submitted, in compliance with said Act:

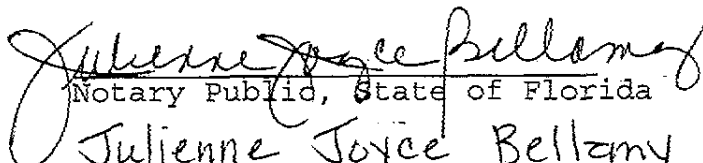
First: That STANFORD LIFE GUARANTY CORP, INC. desiring to  
organize under the laws of the State of Florida with its principal  
office, as indicated in the Articles of Incorporation, at the City  
of Jacksonville, County of Duval, State of Florida, has named John  
R. Forbes, Esquire, 8825 Perimeter Park Boulevard, Suite 102,  
Jacksonville, Florida 32216 as its agent to accept service of  
process within the state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-  
stated corporation, at the place designated in this certificate, I  
hereby accept to act in this capacity and agree to comply with the  
provisions of said Act relative to keeping open said office.

  
--John R. Forbes, Esquire

Sworn to and subscribed before me  
this 18<sup>th</sup> day of February 2003  
appeared John R. Forbes, who is  
personally known to me or who  
produced the following identification.

  
Notary Public, State of Florida  
Julianne Joyce Bellamy  
Notary Name (Print)  
My Commission expires:



Julianne Joyce Bellamy  
My Commission CC915668  
Expires March 05, 2004