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LAW OFFICE

JAWDET I. RUBAII, P.A.

1358 SOUTH MISSOURI AVENUE CLEARWATER, FLORIDA 33756

Jawdet I. Rubaii, Esq. Jack F. White, III, Esq. (813) 442-3800 Fax (813) 442-0504

February 19, 2004

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: Professional Flood Rebate of Florida, Inc.

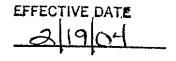
Dear Sir or Madame:

Please find enclosed the original and one (1) copy of the Articles of Incorporation, along with my check in the amount of \$87.50 for the filing of the same.

If you should require anything further, please do not hesitate to contact me.

Sincerely,

/ry Enclosure Jawdet / Rubaii



ARTICLES OF INCORPORATION

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OF

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PROFESSIONAL FLOOD REBATE OF FLORIDA, INC.

TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of this corporation is PROFESSIONAL FLOOD REBATE OF FLORIDA, INC.

ARTICLE II. DURATION

This corporation shall exist in perpetuity commencing on the day of execution and acknowledgment of these Articles.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock which shall be designated "common shares".

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1358 South Missouri Avenue, Clearwater, Florida 33756, and the name of the initial registered agent of this corporation at that address is Jawdet I. Rubaii.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially.

Michael B. Clarkson 1345 S. Missouri Avenue Clearwater, FL 33756

ARTICLE VII. INCORPORATOR

The name and address of the person signing these Articles is:

Michael B. Clarkson 1345 S. Missouri Avenue Clearwater, FL 33756

The principal place of business for the corporation is 1345, S. Missourb Clearwater, Florida 33756.

ARTICLE IX. AMENDMENT

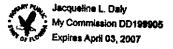
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

dichael B. Clarkson

STATE OF FLORIDA **COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this day of February. 2004, by Michael B. Clarkson, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced a Florida Driver's License as identification. and who took an oath.

NOTARY PUBLIC



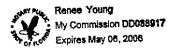
I hereby accept the designation herein as registered agent for PROFESSIONAL FLOOD REBATE OF FLORIDA, INC.

Jawdet I. Rubaii

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this day of February, 2004, by Jawdet I. Rubaii, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced a Florida Driver's License as identification and who took an oath.

NOTARY PUBLIC



Benie Goung