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NEAL WEINSTEIN

Attorney at Law

SUITE 1111
412 EAST MADISON STREET
TAMPA, FLORIDA 33602

TELEPHONE (813) 223-2792
FAX (813) 223-3124

January 4, 2005

Division Of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: **Apple Insurance Mall of Rockledge, Inc.,**
a proposed Florida corporation

To Whom It May Concern,

Enclosed please find executed Articles of Incorporation for the above-named proposed Florida corporation.

Also enclosed please find my check in the sum of $78.75 covering the various fees.

Upon filing, please forward to this office a certified copy of the enclosed Articles.

Thank you.

Very truly yours,

Neal Weinstein, Esq.

nw/kb

Enclosures

FILED
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FLORIDA

ARTICLES OF INCORPORATION

OF

APPLE INSURANCE MALL OF ROCKLEDGE, INC.

THE UNDERSIGNED SUBSCRIBER to these Articles Of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State Of Florida.

ARTICLE I

NAME OF CORPORATION: The name of this corporation shall be: **APPLE INSURANCE MALL OF ROCKLEDGE, INC.**

ARTICLE II

DURATION OF CORPORATE EXISTENCE: This corporation shall exist perpetually, commencing with the date and time of filing of these Articles Of Incorporation.

ARTICLE III

GENERAL PURPOSES: The general nature of the business to be transacted by this corporation, or the objects or purposes of this corporation, shall be as follows:

(a) To provide insurance to the general public, for profit;

(b) To buy, sell, or otherwise deal and engage in, any products, merchandise, articles, or property, whether tangible or intangible, whether real or personal;

(c) To engage in any lawful enterprise, whether commercial, industrial, or agricultural, calculated or intended to be profitable to the corporation;

(d) To generally engage in, do, or perform, any enterprise, act, or vocation, that a natural person might or could engage in, do or perform;

(e) To purchase, manufacture, or otherwise acquire, and to own, mortgage, pledge, sell, assign, or otherwise dispose of, and to invest in, trade, deal in, and deal with, goods, wares, merchandise, and property of any and every nature;

(f) To purchase, lease, hold, or otherwise acquire real property or personal property, or any estate or interest therein, including choses-in-action, and to improve, manage, operate, sell, mortgage, lease, or otherwise dispose of any property;

(g) To loan money, and to take mortgages and assignments of mortgages, to borrow money and contract debts when necessary for the transaction of the corporation's business or for any other lawful purpose, to issue, bonds, promissory notes, bills of exchange, debentures, and other obligations and evidence of indebtedness, to issue mortgages or other security;

(h) To acquire, enjoy, utilize, and dispose of, patents, copyrights, franchises, trademarks, and licenses;

(i) To generally carry on any other business in connection with the foregoing, and to have and exercise all powers conferred by the laws of the State Of Florida upon corporations formed under the General Corporation Act of the State Of Florida.

THE FOREGOING CLAUSES, (a) through (i) inclusive, shall be construed without limitation or restriction.

ARTICLE IV

AUTHORIZED SHARES: The total number of shares of stock authorized to be issued by this corporation shall be 10,000 shares, each share being common stock, having unlimited voting rights, together entitled to receive the net assets of the corporation upon dissolution. All stock shall be paid for upon issuance, whether in cash, property, or services, at a fair valuation to be affixed by the Board Of Directors. All stock shall have par value of $1.00.

ARTICLE V

INITIAL CAPITAL: The amount of initial capital with which this corporation shall commence business shall be not less than the sum of FIVE HUNDRED ($500.00) DOLLARS.

ARTICLE VI

INCORPORATORS: The names and addresses of the subscribing incorporators of this corporation are as follows:

NEAL WEINSTEIN, ESQ.
412 East Madison Street
Suite 1111
Tampa, Florida 33602

ARTICLE VII

INITIAL OFFICERS: The names and addresses of the initial officers of this corporation shall be:

LEROY A. VANDER PUTTEN
Chairman
4605 South Tamiami Trail
Sarasota, Florida 34231

MARK KAPLAN
Chief Financial Officer
1951 W. Dr. Martin Luther King, Jr. Blvd.
Tampa, Florida 33607

ARTICLE VIII

AMENDMENTS: This corporation may, from time to time, amend, alter, change, or repeal any provision contained within these Articles Of Incorporation, in the manner at that time prescribed by the laws of the State Of Florida.

ARTICLE IX

PRINCIPAL OFFICE: The initial street address in the State Of Florida of the principal office and the mailing address of this corporation shall be: **1951 West Dr. Martin Luther King, Jr. Blvd., Tampa, Florida 33607.**

The Board Of Directors may, from time to time, remove the principal office to any other address within the State Of Florida, and, further, may establish branch offices, either within or without the State Of Florida.

ARTICLE X

REGISTERED AGENT/REGISTERED OFFICE: The initially designated Registered Agent and Registered Office of this corporation within the State Of Florida shall be:

NEAL WEINSTEIN, ESQ.
412 East Madison Street
Suite 1111
Tampa, Florida 33602

ARTICLE XI

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT: The initially designated Registered Agent of this corporation, named immediately hereinabove, does hereby make the following statement in acceptance of this appointment:

> I, **NEAL WEINSTEIN, ESQ.**, having been nominated pursuant to Florida Statutes, Chapter 607, to act in the capacity of Registered Agent of this corporation, do hereby accept this appointment. I hereby acknowledge that I am familiar with, and accept, the obligations of that position.

NEAL WEINSTEIN, ESQ.
Registered Agent

ARTICLE XII

BY-LAWS: The Board Of Directors of this corporation shall adopt By-Laws, which shall govern the conduct and management of the affairs of this corporation, provided that the same shall not be inconsistent with the provisions of these Articles Of Incorporation or the laws of the State Of Florida or the laws of the United States Of America.

The corporation's By-Laws may be, from time to time, altered, amended, or repealed, by the act of the Board Of Directors, or by the act of a majority of the shareholders.

IN WITNESS WHEREOF, the undersigned subscribing incorporator named hereinabove has set his hand and seal at Tampa, Florida, this 4 day of January, 2005.

NEAL WEINSTEIN, ESQ.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, the undersigned authority, duly authorized to take oaths and acknowledgments, personally appeared **NEAL WEINSTEIN, ESQ.**, to me well known to be the person described in the foregoing and attached Articles Of Incorporation, who, after first by me having been duly sworn, deposed and said the following: I am the person described in and who executed the foregoing and attached Articles Of Incorporation. I hereby acknowledge that I executed the same freely and voluntarily, for the uses and purposes therein set forth. I hereby further acknowledge that all facts and matters therein contained are true and correct.

SWORN AND SUBSCRIBED TO before me this 4th day of January, 2005.

Kathleen S. Liles
NOTARY PUBLIC

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
KATHLEEN S. LILES
MY COMMISSION # DD 345468
EXPIRES: September 10, 2008
Bonded Thru Budget Notary Services