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FLORIDA PROFIT/NON PROFIT CORPORATION

NAPLES INSURANCE, INC.

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TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION OF
NAPLES INSURANCE, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1.
Name and Address

The name of the Corporation is Naples Insurance, Inc. The principal office and mailing address of the Corporation is 4851 N. Tamiami Trail, Suite 202, Naples, FL 34103.

Article 2.
Duration

The duration of the Corporation is perpetual.

Article 3.
Purpose

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.

Article 4.
Shares

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5.
Initial Officers and/or Directors

The initial Officers and/or Directors of the Corporation are:

Timothy D. Toole - President
4851 Tamiami Trail, Suite 202
Naples, FL 34102

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Timothy D. Toole – Secretary/Treasurer
4851 Tamiami Trail, Suite 202
Naples, FL 34102

Article 6.
Initial Registered Office and Agent

The street address of the initial Registered Office of the Corporation is 4851 Tamiami Trail, Suite 202, and the name of its initial Registered Agent at that address is Timothy D. Toole.

Article 7.
Incorporators

The name and address of the Incorporator is as follows:

Timothy D. Toole - President
4851 Tamiami Trail, Suite 202
Naples, FL 34102

Article 8.
Amendment

The 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.

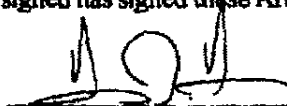
Article 9.
Preemptive Rights

The Corporation elects to have preemptive rights, pursuant to Section 607.0630, Florida Statutes, as amended from time to time.

Article 10.
Indemnification

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law, including but not limited to Florida Statutes Section 607.0850.

^{20th} IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this
~~20th~~ day of ~~December~~, 2005.


Name: Timothy D. Toole

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**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, Timothy D. Toole, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Timothy D. Toole

Date: 12/20/05

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