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H. PATRICIA RILEY
ATTORNEY AT LAW
SUITE THREE
900 B THIRD STREET
NEPTUNE BEACH, FLORIDA 32266-5076
(904) 246-3898

EFFECTIVE
3-18-93

March 19, 1993

900000240049
-03/22/93--01121--01121
***122.50 ***122.50

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

Re: Bob Brooks Independent Auto Insurance, Inc.

Gentlemen:

I enclose the following:

- 1) Original and one copy of the Articles of Incorporation of Bob Brooks Independent Auto Insurance, Inc.;
- 2) Certificate naming Registered Agent, Etc.; and
- 3) My firm check made payable to the Secretary of State in the amount of \$122.50 to cover the following:

Filing fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00
Total	\$122.50

Please return the certified copy of the Articles of Incorporation to our office at the above address.

Many thanks for your assistance.

Very truly yours,

H. Patricia Riley /dma

H. Patricia Riley

HPR:dma
Enclosures

cc: Robert Brooks

W93-1322
789, 625, 671

3-3-93



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

March 26, 1993

H. PATRICIA RILEY, ATTORNEY
900 B THIRD ST
SUITE THREE
NEPTUNE BEACH, FL 32266-5076

SUBJECT: BOB BROOKS INDEPENDENT AUTO INSURANCE, INC.
Ref. Number: W93000007322

We have received your document for BOB BROOKS INDEPENDENT AUTO INSURANCE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s).

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Judy Eure
Corporate Specialist

Letter Number: 193A00103066

3-18-93

ARTICLES OF INCORPORATION
OF

BOB BROOKS INDEPENDENT AUTO INSURANCE, 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

The name and principal place of business of this corporation is:

Bob Brooks Independent Auto Insurance, Inc..
5309 Blanding Boulevard
Jacksonville, Florida 32210

ARTICLE II. GENERAL PURPOSE

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100) shares, of a par value of One Dollar (\$1.00) per share, all of which shares shall be designated common shares.

ARTICLE IV. EFFECTIVE DATE

The effective date of the incorporation is March 18, 1993.
The corporation is to exist perpetually.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 5309 Blanding Boulevard, Jacksonville, Florida, 32210.

The name of its initial registered agent at such address is Robert M. Brooks.

ARTICLE VI. INITIAL DIRECTORS

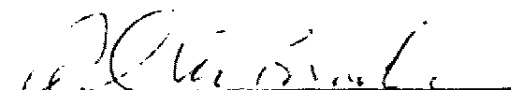
This corporation shall have One (1) director initially. The name and address of each person who is to serve as a member of the Board of Directors is as follows:

<u>Name</u>	<u>Address</u>
Robert M. Brooks	952 Lake Asbury Drive Green Cove Springs, FL 32043

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of this corporation is:

Robert M. Brooks
952 Lake Asbury Drive
Green Cove Springs, FL 32043


Robert M. Brooks

STATE OF FLORIDA

COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared Robert M. Brooks to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the state and county aforesaid this 18th day of March, 1993.

Dawn Allen
Notary Public
State of Florida at Large
My Commission Expires:

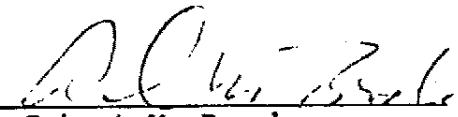
DAWN ALLEN
Notary Public, State of Florida
My comm. expires Sept. 3, 1998
Comm. No. CC225765

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**

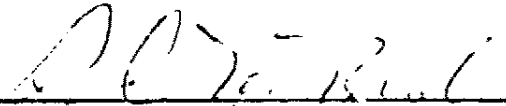
In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Robert M. Brooks, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 5309 Blanding Boulevard, Jacksonville, Florida, 32210, has named Robert M. Brooks, located at 5309 Blanding Boulevard, Jacksonville, Florida, 32210, as its agent to accept service of process within Florida.

**BOB BROOKS INDEPENDENT AUTO
INSURANCE, INC.**

BY: 
Robert M. Brooks
Its Incorporator

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Robert M. Brooks
Resident Agent

RECEIVED
JAN 22 AM 9 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA