

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

P95000013906

CSC networks

MAIL TO:
P.O. Box 5028
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 545128 10425A

AUTHORIZATION :

Patricia Pyatt

COST LIMIT : \$ 122.50

ORDER DATE : February 17, 1995

ORDER TIME : 1:23 PM

ORDER NO. : 545128

800001409488

CUSTOMER NO: 10425A

CUSTOMER: Gary P. Cohen, Esq
GARY P. COHEN, P A

4th Floor
46 S.w. 1st Street
Miami, FL 33130

DOMESTIC FILING

P95000013906

NAME: AGENCY BROKERAGE CORPORATION

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

TR
2-20-95
C2/A

FILED
95 FEB 17 PM 8:15
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AGENCY BROKERAGE CORPORATION

FILED
95 FEB 17 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AGENCY BROKERAGE CORPORATION

The address of the principal office of this corporation shall be 4801 South University Drive, Suite 265, Davie, Florida 33328, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Cindy Adler	4801 South University Drive, Suite 265
Dir./Pres.	Davie, Florida 33328

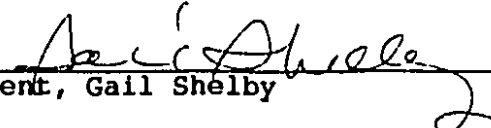
ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Information Services, Inc., has hereunto set
their hand and seal of Corporation Information Services,
Inc., on February 17, 1995.

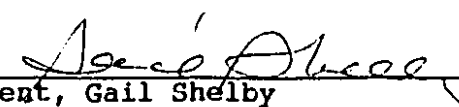
CORPORATION INFORMATION SERVICES, INC.

By: 
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida
corporation authorized to transact business in this
State, havin a business office identical with the
registered c.fice of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: 
Its Agent, Gail Shelby

LRD/gls

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

904-222-9171

904-222-0111 FAX

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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

RECEIVED
MAR 21 PM 2:59
AGENCY BROKERAGE CORPORATION

P95000013906

ACCOUNT NO. : 072100000032

REFERENCE : 545128 10425A

AUTHORIZATION :

COST LIMIT :

Patricia Pizito

ORDER DATE : February 17, 1995

ORDER TIME : 1:52 PM

400001435484

ORDER NO. : 545128

CUSTOMER NO: 10425A

CUSTOMER: Gary P. Cohen, Esq
Gary P. Cohen, P A
4th Floor
46 S.W. 1st Street
Miami, FL 33130

CHANGE OF AGENT

NAME: AGENCY BROKERAGE CORPORATION

SECRETARY
TALLAHASSEE FLORIDA
55 MAR 21 PM 3:44

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CONTACT PERSON: Jodie Krebs

3/21
Jody Krebs
Ch

Charter No. P 95000013906

Date Filed 2/17/95

**STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT**

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: AGENCY BROKERAGE CORPORATION

2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

GARY P. COHEN

46 S. W. First Street, Fourth Floor

Miami, Florida 33130

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

CINDY ADLER, President
(Typed or printed name and title)

Signature

Cindy Adler
(President or Vice President)

Date

3/17/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name GARY P. COHEN

Signature

G Cohen
(Agent)

Date March 17, 1995