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McGrath & McGrath
EQUINE-FARM & GENERAL INSURANCE

Jim McGrath
Ed McGrath
Lauri Frank

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

February 14, 1995

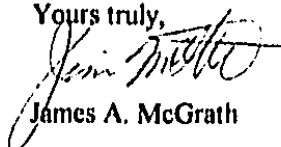
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*****78.75 *****78.75

Re: DELPHIC INTERNATIONAL CORP.

Enclosed you will find a check in the amount of \$78.75 along with the original and one copy of the Articles of Incorporation.

The check represents the filing fee and certificate of incorporation for the above named. I hope you find everything in order.

Yours truly,


James A. McGrath

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 27, 1995

JAMES A. MCGRATH
P.O. BOX 11754
FORT LAUDERDALE, FL 33339-1754

SUBJECT: DELPHIC INTERNATIONAL CORP.
Ref. Number: W95000004317

We have received your document for DELPHIC INTERNATIONAL CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

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) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 695A00008628

ARTICLES OF INCORPORATION

of

DOLPHIC INTERNATIONAL CORP
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

DOLPHIC INTERNATIONAL CORP

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of ONE
Dollar(s) (\$ 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 Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>JAMES A. MCGRATH</u>		
ADDRESS	<u>1600 S. FEDERAL HWY. SUITE 203</u>		
CITY	<u>PAMPANO BEACH</u>	FLORIDA FL.	ZIP <u>33062</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>JAMES A. MCGRATH</u>		
ADDRESS	<u>1600 S. FEDERAL HWY. SUITE 203</u>		
CITY	<u>PAMPANO BEACH</u>	FLORIDA FL.	ZIP <u>33062</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>JAMES A. MCGRATH</u>		
ADDRESS	<u>1600 S. FEDERAL HWY. SUITE 203</u>		
CITY	<u>PAMPANO BEACH</u>	STATE <u>FL</u>	ZIP <u>33062</u>
NAME	<u>ROBERT W. KALTENBACHER</u>		
ADDRESS	<u>1600 S. FEDERAL HWY. SUITE 203</u>		
CITY	<u>PAMPANO BEACH</u>	STATE <u>FL</u>	ZIP <u>33062</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	James A. McGRATH		
ADDRESS	P.O. Box 11754 1600 S. FEDERAL HWY SUITE 203		
CITY	FT. LAUDERDALE	STATE	FLA
			ZIP 33311-1754
NAME	ROBERT W. KALTENBACHER		
ADDRESS	P.O. Box 11754 1600 S. FEDERAL HWY SUITE 203		
CITY	FT. LAUDERDALE	STATE	FLA
			ZIP 33311-1754
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 17 day of February, 19 95.

James A. McGRATH (Seal)
Robert W. Kaltenbacher (Seal)
 _____ (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

DELPHIC INTERNATIONAL CORP
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 1600 S. FEDERAL HWY.

POMPAVO BEACH FL SUITE 203

has named JAMES M. McGRATH

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

James M. McGrath
(registered agent)