

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
4-222-0393 FAX

800-342-8086

CSC networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 571634 9019A

AUTHORIZATION : *Patricia Pigitt*

COST LIMIT : \$ 70.00

ORDER DATE : April 3, 1995

ORDER TIME : 8:31 AM

400001445314

ORDER NO. : 571634

CUSTOMER NO: 9019A

CUSTOMER: Patty Hurst, Legal Asst
HAROLD H. WEISMAN, ESQ

4775 West Atlantic Avenue

Delray Beach, FL 33445

DOMESTIC FILING

NAME: KERR INSURANCE GROUP, INC.

FILED
95 APR -4 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

JS
4/4

ARTICLES OF INCORPORATION
OF
KERR INSURANCE GROUP, INC.

FILED
95 APR -4 AM 10:14
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:

KERR INSURANCE GROUP, INC.

The address of the principal office of this corporation shall be 4723 West Atlantic Avenue, Suite 5, Delray Beach, Florida 33445 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 7,500 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:

Russell Kerr	4723 West Atlantic Avenue, Suite 5
Dir./Pres./Sec./Treas.	Delray Beach, Florida 33445

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 April 4, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: Gail Shelby
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, having a business office identical with the
registered office 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: Gail Shelby
Its Agent, Gail Shelby

AHH/dgs

FILED
95 APR -4 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1201 HAYS STREET
TALLAHASSEE, FL 32304
904 222-9071
904 222-0911 FAX

800-342-8086

CSC networks

PRINTED MAIL
LEGAL & FINANCIAL SERVICES

P95000026476

ACCOUNT NO. : 0721000000032

REFERENCE : 580864 9019A

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 35.00

ORDER DATE : April 17, 1995

ORDER TIME : 4:10 PM

ORDER NO. : 580864

CUSTOMER NO: 9019A

900001458704

CUSTOMER: Harold H. Weisman, Esq
Harold H. Weisman, Esq
4775 West Atlantic Avenue

Delray Beach, FL 33445

CHANGE OF AGENT

NAME: KERR INSURANCE GROUP, INC.

SEPT 18 1995
TALLAHASSEE FLORIDA

55 APR 18 PM 12:26

FILED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY

CONTACT PERSON: Jennifer Moran

4/18
904
Kerr
Change

Charter No. P95000026476

Date Filed April 4, 1995

**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: KERR INSURANCE GROUP, INC.

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)

Russell F. Kerr

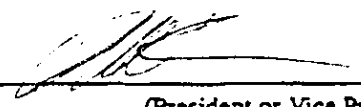
4723 W. Atlantic Ave.

Delray Beach, Florida 33445

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.

RUSSELL F. KERR, President
(Typed or printed name and title)

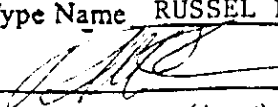
Signature 

(President or Vice President)

Date April 13, 1995

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 RUSSEL F. KERR

Signature 

(Agent)

Date April 13, 1995