1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171

800-342-8086

904-222-9171 904-222-0393 FAY

PROPERTY OF THE PROPERTY OF TH

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REFERENCE: 571829

130826A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : April 4, 1995

ORDER TIME : 10:0 AM

ORDER NO. : 571829

CUSTONER NO: 130826A

CUSTOMER: Mr. Allen A. Steinhorn ALLEN STEINHORN & CO., INC.

Suite 600 1001 North U.s. Highway One Jupiter, FL 33477 5.0000014440.055 -04/04/35 01046 001 *****78.75 *****70.75

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DOMESTIC FILING

NAME: INVERNESS FINANCIAL MANAGEMENT CORPORATION

CORPORATION

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

XX CERTIFICATE OF GOOD STANDING

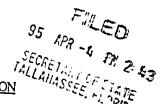
CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

T. BROWN APR - 4 1995

ARTICLES OF INCORPORATION

OF



INVERNESS FINANCIAL MANAGEMENT CORPORATION

FIRST: The name of this Corporation is Inverness Financial Management Corporation.

SECOND: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

THIRD: The Corporation is authorized to issue 1,000 shares of common stock, par value of one dollar per share.

FOURTH: The Corporation's principle place of buriness is 307 Tequesta Drive, Suite #104, Tequesta, FL

FIFTH: The street address of the initial registered office of this Corporation is 307 Tequesta Drive, Suite #104, Tequesta, FL 33469 and the initial registered agent of this Corporation at that address is

SIXTH: This Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is Thomas C. Beddows.

SEVENTH: The name and address of the incorporator of this Corporation is Thomas C. Beddows, 307 Tequesta Drive, Suite #104, Tequesta, FL 33469.

EIGHTH: This Corporation shall indemnify, defend, and save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

NINTH: This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of

Incorporation this 31st day of March 1995.

Thomas C. Beddows

Monn Bedden

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

Pursuant to Chapter 607, Florida Statues, having been named to accept service of process for Inverness Financial Management Corporation at the place designated in the certificate, I hereby accept the designation to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open said office.

Thomas C. Beddows

Thom C Bearlo

9500026738

K	equestor's Name			
	Address			
City/State/Zip Phone		# Office Use Only		
CORPORATION	NAME(S) & DOCUM	IENT NUMBER(S),	, (if known):	
1				
	rporation Name)	(Docum nt #)		
2(Co	poration Name)	(Document #)		
	,	(Document #)		
3(Cor	poration Name)	(Document #)		
4.			60000224 -07/28/97 *****35.	196362
(Cc	poration Name)	(Document #)	<u> </u>	01150012 00 *** **35.00
Mail out	<u>, </u>	Photocopy	Certified Copy Certificate of Status	
	AMENDMEN	rs		
Profit	Amendment		SE	97
NonProfit	Resignation of R.A.		LAR	
Limited Liability	Change of Registere		ECRETARY OF S LAHASSEE, FI	JUL 28
Domestication	Dissolution/Withdra	nwal	, in o	- 1
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OTHER FILINGS	REGISTRAT	TION/		
Annual Report	Foreign			
Fictitious Name	Limited Partnership			
Name Reservation	Reinstatement			
	Trademark			
				4

Other

Examiner's initials

DW 8/0

ARTICLES OF DISSOLUTION

articles of a			
FIRST:	The name of the corporation is: <u>Inverness</u> Financially as Ement Corporation		
MAN	AGEMENT CORPORATION TO		
SECOND:			
THIRD:	(CHECK ONE)		
	None of the corporation's shares have been issued.		
	The corporation has not commenced business.		
FOURTH:	No debt of the corporation remains unpaid.		
FIFTH:	The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.		
SIXTH:	Adoption of Dissolution (CHECK ONE)		
	A majority of the incorporators authorized the dissolution.		
	A majority of the directors authorized the dissolution.		
Signe	d this Alay of July , 1997		
Signatur	· Thom Bath		
	(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)		
_	THOUSE $BEDDOWS$ (Typed or printed name)		
(Typed or printed name)			
•	Pres.		

(Title)