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Albert C. Eaton
Attorney and Counselor at Law
337 North Ferncreek Avenue
Orlando, Florida 32803

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STATE
TALLAHASSEE, FLORIDA

Telephone
(407) 843-8100

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(407) 897-6986

August 23, 1995

Secretary of State
Division of Corporations
ATTENTION: Domestic Charter
Post Office Box 6327
Tallahassee, Florida 32314

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*****122.50 *****122.50

Re: Articles of Incorporation
Humphreys-Voorhees Insurance, Inc.

Dear Sir:

Enclosed are original and one copy of the Articles as above captioned, and our check in the amount of \$122.50, representing:

Filing Fee	\$35.00
Resident Agent Designation	\$35.00
Certified Copy	\$52.50

When the Articles have been processed, we would appreciate the return of the certified copy to our attention.

Thank you for your consideration in this matter.

Sincerely,



Albert C. Eaton

ACE/as
Enclosures

ACE/as
8/25

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ARTICLES OF INCORPORATION
OF
HUMPHREYS-VOORHEES INSURANCE, INC.

The undersigned, being natural persons, competent to contract and for the purpose of forming a corporation for profit under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE I

NAME

The name of the Corporation is:

HUMPHREYS-VOORHEES INSURANCE, INC.

ARTICLE II

CORPORATION DURATION

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

PURPOSE OR PURPOSES

The purpose or purposes for which this Corporation is organized are to engage in any or all lawful business or trade which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on and as permitted under the Florida General Corporation Act.

ARTICLE IV
CAPITALIZATION

The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares. Such shares shall be of a single class designated as "Common Stock" and shall have a par value of TEN DOLLARS (\$10.00) per share.

One hundred (100) shares of stock shall be issued to each of the incorporators and the balance of Seven hundred (700) shares shall remain in the Corporation or as otherwise designated by the Board of Directors.

ARTICLE V
REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered agent of the Corporation is 2302-A Winter Woods Boulevard, Winter Park, Florida 32792, and the name of its initial registered agent at such address is Cleland Q. Voorhees. The street address of the initial principal office of the Corporation is 2300 Winter Woods Boulevard, Winter Park, Florida 32792.

ARTICLE VI
DIRECTORS

The Corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws. The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Cleland Q. Voorhees	2302-A Winter Woods Boulevard, Winter Park, FL 32792

Marilyn J. Voorhees	2302-A Winter Woods Boulevard, Winter Park, FL 32792
Larry G. Humphreys	2300 Winter Woods Boulevard, Winter Park, FL 32792
Albert C. Eaton	337 N. Ferncreek Avenue, Orlando, FL 32803

ARTICLE VII

INCORPORATORS

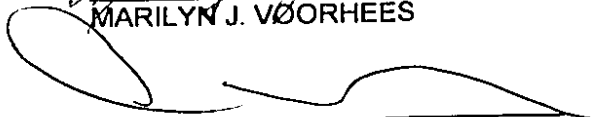
The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Cleland Q. Voorhees	2302-A Winter Woods Boulevard, Winter Park, FL 32792
Marilyn J. Voorhees	2302-A Winter Woods Boulevard, Winter Park, FL 32792
Larry G. Humphreys	2300 Winter Woods Boulevard, Winter Park, FL 32792

Executed by the undersigned at Orlando, Orange County, Florida on the day
23RD of August, 1995.


CLELAND Q. VOORHEES


MARILYN J. VOORHEES

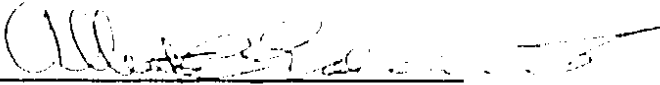

LARRY G. HUMPHREYS

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments and oaths, personally appeared CLELAND Q. VOORHEES, who is

personally known to me or who has produced N/A as identification, who did not take an oath, who executed the foregoing and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS MY HAND and official seal in the County and State aforesaid, this 23rd day of August, 1995



Notary Public, State of Florida

ALBERT C. EATON

Printed Name

My Commission Expires:



STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments and oaths, personally appeared MARILYN J. VOORHEES, who is personally known to me or who has produced N/A as identification, who did not take an oath, who executed the foregoing and acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS MY HAND and official seal in the County and State aforesaid, this 23rd day of August, 1995.

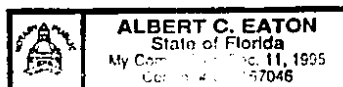


Notary Public, State of Florida

ALBERT C. EATON

Printed Name

My Commission Expires:



STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments and oaths, personally appeared LARRY G. HUMPHREYS, who is personally known to me or who has produced 15/11 as identification, who did not take an oath, who executed the foregoing and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

23rd WITNESS MY HAND and official seal in the County and State aforesaid, this day of August, 1995.



Notary Public, State of Florida

Albert C. Eaton

Printed Name

My Commission Expires:



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ACCEPTANCE BY REGISTERED AGENT

I hereby accept the designation of initial Registered Agent of HUMPHREYS-VOORHEES INSURANCE, INC., that I am familiar with the obligations of that position, and I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



CLELAND Q. VOORHEES
2302-A Winter Woods Boulevard
Winter Park, FL 32792