

1204 HAYS STREET
TALLAHASSEE, FL 32301
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PROFESSIONAL
LEGAL & FINANCIAL SERVICES

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9 JAN -3 AM 9:02
DIVISION OF CORPORATION

ACCOUNT NO. 72 00000032

REFERENCE : 789524 00467A

AUTHORIZATION

Patricia Pyatt

COST LIMIT : \$ 70.00

ORDER DATE : January 2, 1996

ORDER TIME : 5:03 PM

ORDER NO. : 789524

900001676509

CUSTOMER NO: 00467A

CUSTOMER: Thomas A. Barba, Esq
Suite 324
400 South Dixie Highway
Boca Raton, FL 33432

DOMESTIC FILING

NAME: ECONO INSURANCE OF SOUTH
FLORIDA, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney

EXAMINER'S INITIALS:

T. BROWN JAN - 4 1996

FILED
96 JAN -3 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
96 JAN -3 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ECONO INSURANCE OF SOUTH FLORIDA, INC.

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:

ECONO INSURANCE OF SOUTH FLORIDA, INC.

The address of the principal office of this corporation shall be 400 S. Dixie Highway, Suite 324, Boca Raton, Florida 33432, 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 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 Service Company.

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:

Thomas A. Barba, III	400 S. Dixie Highway, Suite 324
Dir./Pres./Sec./Treas.	Boca Raton, Florida 33432

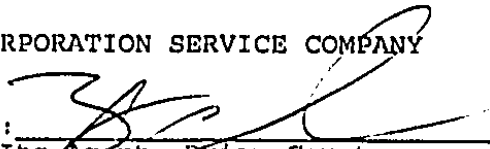
ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on January 2, 1996.

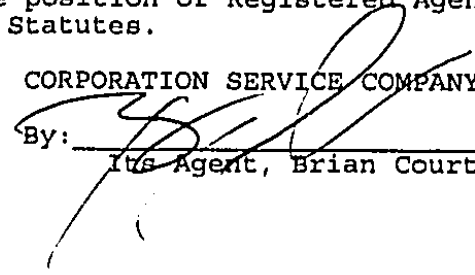
CORPORATION SERVICE COMPANY

By: 
Its Agent, Brian Courtney

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation
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 SERVICE COMPANY

By: 
Its Agent, Brian Courtney

GMC/bkc

CSC NETWORKS

P.O. Box 5828
Tallahassee, FL 32314
(800) 342-8086

P96000000736

ACCOUNT NO. : 072100000032

REFERENCE : 197203 80467A

AUTHORIZATION :

Patricia Pygitt

COST LIMIT : \$ 35.00

ORDER DATE : December 20, 1996

ORDER TIME : 12:10 PM

ORDER NO. : 197203

CUSTOMER NO: 80467A

400002035374--0

CUSTOMER: Thomas A. Barba, Esq
Thomas A. Barba, Esq
Suite 324
400 South Dixie Highway
Boca Raton, FL 33432

CHANGE OF AGENT

NAME: ECONO INSURANCE OF SOUTH
FLORIDA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY

CONTACT PERSON: Carina L. Dunlap

FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

96 DEC 20 PM 3:25

96 DEC 20 PM 1:19

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DIVISION OF CORPORATION

12/20/96
RA. Chang

Florida Department of State, Sandra B. Morthorn, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of _____ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: ECONO INSURANCE OF SOUTH FLORIDA, INC.

1b. The mailing address of the corporation is: 706 W. Boynton Beach Blvd., Ste. 110
Boynton Beach, Florida 33426

1c. Date of incorporation: January 3, 1996 Document number: P96000000736

2. The name and address of the current registered agent and office:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Allowed)

Thomas A. Barba, III
706 W. Boynton Beach Blvd., Ste. 110
Boynton Beach, Florida 33426

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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

Thomas A. Barba, III
(Signature of an officer, chairman or
vice chairman of the board)

November 19, 1996
(Date)

THOMAS A. BARBA, III, President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Thomas A. Barba, III
(Signature of Registered Agent)

November 19, 1996
(Date)

THOMAS A. BARBA, III
If signing on behalf of an entity: