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W. Douglas Harris
Attorney at Law

December 14, 1995

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

Subject: Destin Insurance Group, Inc.

Dear Sirs:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$8.75 for the Filing Fee and Certificate.

From: Destin Insurance Group, Inc.
Vicki L. Dixon
P.O. Box 5769
Destin, FL 32541-5769
904/837-1762

FILED
JAN - 6 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

W. Douglas Harris
W. Douglas Harris
Attorney at Law

NR Samp

1-10-96

(Signature)

**ARTICLES OF INCORPORATION
OF
DESTIN INSURANCE GROUP, INC.**

FILED
95 JAN -5 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purposes of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I. CORPORATE NAME

The name of the corporation is **Destin Insurance Group, Inc.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business will be located at **127 Highway 98 East, Suite 8A, Destin, Okaloosa County, Florida 32541** and the mailing address shall be **P.O. Box 5769, Destin, FL 32541-5769.**

ARTICLE III. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock without par value.

ARTICLE V. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

**Vicki L. Dixon
127 Highway 98 East, Suite 8A
Destin, FL 32541**

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR

The name of the initial director of this Corporation and her street address is:

**Vicki L. Dixon
127 Highway 98 East, Suite 8A
Destin, FL 32541**

The person named as initial director shall hold office for the first year of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR

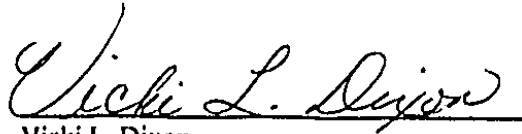
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

**Vicki L. Dixon
127 Highway 98 East, Suite 8A
Destin, FL 32541**

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned Incorporator, has executed the foregoing Articles of Incorporation on this 30th day of November, 1995.


Vicki L. Dixon

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
95 JAN -5 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA

1. The name of the corporation is **Destin Insurance Group, Inc.**
2. The name and address of the registered agent and office is:

**Vicki L. Dixon
127 Highway 98 East, Suite 8A
Destin, FL 32541**

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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS A REGISTERED AGENT.

SIGNATURE: Vicki L. Dixon

DATE: November 30, 1995