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OF COUNSEL
ROBERT D. MAOTE

GOVERNMENTAL CONSULTANT
DARY A. GUZZO
(NOT AN ATTORNEY)

January 16, 1996

VIA HAND DELIVERY

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Northwest Insurance, Inc.

Dear Sir or Madam:

Enclosed for filing are an original and one (1) copy of the Articles of Incorporation of the above referenced company, and a check for \$122.50 (includes filing fee of \$35.00, certified copy fee of \$52.50 and designation of and acceptance by registered agent filing fee of \$35.00). Please provide us with a certified copy of the Articles of Incorporation.

Sincerely,

Clyde W. Galloway, Jr.

Clyde W. Galloway, Jr.

/vrm

Enclosures

*Some People Had
K96-002*

700001689997
-01/17/96--01001--006
****122.50 ****122.50

700001689997
-01/17/96--01001--006
****105.00 ****105.00

FILED
JAN 16 PM 3:51 RECEIVED
JAN 16 PM 3:39
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

BROWN JAN 16 1996
0096144 01

310 SOUTH DAYLEN STREET, SUITE 500
P. O. BOX 13070
PANAMA CITY, FLORIDA 32501-3570
TELEPHONE: 904-434-7192
TELECOPIER: 904-435-0904

825 JENES AVENUE
P. O. BOX 2551
PANAMA CITY, FLORIDA 32402
TELEPHONE: 904-764-2509
TELECOPIER: 904-769-5401

6381 DIX ELLIS TRAIL
SUITE 100
JACKSONVILLE, FLORIDA 32250
TELEPHONE: 904-363-1050
TELECOPIER: 904-363-1510

1800 SECOND STREET
SUITE 954
SANASOTA, FLORIDA 34236
TELEPHONE: 941-955-0141
TELECOPIER: 941-955-0244

ARTICLES OF INCORPORATION
OF
NORTHWEST INSURANCE, INC.

FILED
96 JUN 16 PM 3:57
CLERK OF CIRCUIT COURT
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:

Northwest Insurance, Inc.

The address of the principal office of this corporation shall be 101 North Monroe Street, Suite 900, Tallahassee, FL 32302-0229, 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 \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 101 North Monroe Street, Suite 900, Tallahassee, Florida 32301, and the name of the initial registered

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

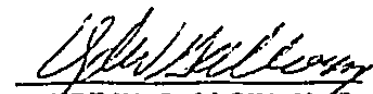
Martin W. Joseph, 1000 Island Boulevard, Apartment 1003, Williams Island, FL 33160, Director.

ARTICLE VII. INCORPORATOR

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

Clyde W. Galloway, Jr.
100 North Monroe Street
Tallahassee, FL 32301

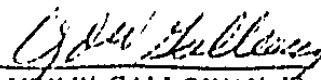
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 16th day of January, 1996.


CLYDE W. GALLOWAY, JR.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Clyde W. Galloway Jr. having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent

in and above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


CLYDE W. GALLOWAY, JR.

FILED
96 JAN 16 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA