

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-252-0071
904-252-0071

800-342-8086



P16000013111

ACCOUNT NO. : 072100000032

REFERENCE : 843078 4175D

AUTHORIZATION : *Patricia Pyjuts*

COST LIMIT : \$ 122.50

ORDER DATE : February 12, 1996

ORDER TIME : 10:08 AM

ORDER NO. : 843078

CUSTOMER NO: 4175D

CUSTOMER: Ms. Peggy Parks
LEBOEUF LAMB GREENE & MACRAE

50 N. Laura Street, Ste. 2800

Jacksonville, FL 32202-3650

800001712238

FILED
96 FEB 12 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: FPIC ACQUISITION COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

T. BROWN FEB 12 1996

RECEIVED
96 FEB 12 AM 11:07
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
FPIC ACQUISITION COMPANY

FILED
96 FEB 12 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is FPIC Acquisition Company.

ARTICLE II - ADDRESS

The address of the principal office and the mailing address of this Corporation is 1000 Riverside Avenue, Jacksonville, Florida 32204.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of common stock, all of which shall be of the par value of \$.10 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 50 N. Laura Street, Suite 2800, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is John R. Byers.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2) and the name and address of each person who is to serve as a member thereof is:

William R. Russell
1000 Riverside Avenue
Jacksonville, Florida 32204

Steven R. Smith
1000 Riverside Avenue
Jacksonville, Florida 32204

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is Michael B. Kirwan, LeBoeuf, Lamb, Greene & MacRae, L.L.P., 50 N. Laura Street, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of February, 1996.

Michael B. Kirwan
Michael B. Kirwan
Incorporator

JK66373.1

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

That FPIC Acquisition Company desiring to organize or qualify
under the laws of the State of Florida, with its principal place of
business at the City of Jacksonville, State of Florida, has named
John R. Byers, located at 50 N. Laura Street, Suite 2800, City of
Jacksonville, State of Florida, as its agent to accept service of
process within Florida.

Michael B. Kirwan
Michael B. Kirwan
Incorporator

February 9, 1996
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate,
John R. Byers hereby agrees to act in this capacity, and John R.
Byers further agrees to comply with the provisions of all statutes
relative to the proper and complete performance of his duties.

John R. Byers
John R. Byers
February 9, 1996
Date



P96000013111

FLORIDA DEPARTMENT OF STATE
Andrew A. Northington
Secretary of State

**ARTICLES OF MERGER
Merger Sheet**

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MERGING:

FPIC ACQUISITION COMPANY, a Florida corporation, P96000013111

INTO

**FLORIDA PHYSICIANS INSURANCE COMPANY, INC., a Florida corporation,
H81115**

File date: June 11, 1996

Corporate Specialist: Joy Moon-French

Account number: 072100000032

Account charged: 122.50