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RICHARD M. BELMAN, P.A.*
ROBERT I. CLAIRE, ESQUIRE, P.A.**

* ALSO ADMITTED IN NEW JERSEY
** CERTIFIED PUBLIC ACCOUNTANT

March 18, 1996

VIA FEDERAL EXPRESS

State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

700001749707
-03/19/96--01120--005
****122.50 ****122.50

RE: RCA Insurance Agency of Florida, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of Articles of Incorporation for the above referenced corporation.

Also enclosed is check in the amount of \$122.50 for filing fees as follows for the corporation:

| | |
|-------------|--------------|
| Filing Fees | \$ 35.00 |
| Cert. copy | 52.50 |
| Reg. Agent | <u>35.00</u> |
| Amount | \$122.50 |

Your expediency in returning the filed Articles of Incorporation is appreciated.

Should you have any questions, please do not hesitate to call our office.

Very truly yours,

Robert I. Claire
Robert I. Claire, Esq.

RMC
3/25/96
RIC/cg
Enclosures/chk.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

RCA Insurance Agency of Florida, Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME & PRINCIPAL ADDRESS OF BUSINESS

The name and address of the corporation shall be:

RCA Insurance Agency of Florida, Inc.
2000 Palm Beach Lakes Boulevard
Suite 1003
West Palm Beach, FL 33409

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The general purposes for which the corporation is organized are as follows:

A. To operate as an insurance agency for liquor establishments and other commercial enterprises throughout the state of Florida.

B. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

James F. Lunny, Jr.
Director

2000 Palm Beach Lakes Blvd.
Suite 1003
West Palm Beach, FL 33409

Julian E. Lago, Director

2000 Palm Beach Lakes Blvd.
Suite 1003
West Palm Beach, FL 33409

ARTICLE VII

OFFICERS

The names and addresses of each initial officer is as follows:

James G. Trubek, President

2000 Palm Beach Lakes Blvd.
Suite 1003
West Palm Beach, FL 33409

Julian E. Lago
Vice President

2000 Palm Beach Lakes Blvd.
Suite 1003
West Palm Beach, FL 33409

James Henry, Treasurer

2000 Palm Beach Lakes Blvd.
Suite 1003
West Palm Beach, FL 33409

James F. Lunny, Jr.
Secretary

2000 Palm Beach Lakes Blvd.
Suite 1003
West Palm Beach, FL 33409

ARTICLE VIII

INCORPORATORS

The name and address of each Incorporator is as follows:

James G. Trubek

2000 Palm Beach Lakes Blvd.
Suite 1003
West Palm Beach, FL 33409

ARTICLE IX

AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

C. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1000) shares of common stock. Such shares shall be of a single class and shall have par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the corporation is 5355 Town Center Road, Suite 702, Boca Raton, FL 33486 and the name of its initial Registered Agent at that address is Robert I. Claire.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is four (4). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The names and address of the initial Directors of the corporation is as follows:

| | |
|---------------------------|--|
| James G. Trubek, Director | 2000 Palm Beach Lakes Blvd. Suite 1003 West Palm Beach, FL 33409 |
| James Henry, Director | 2000 Palm Beach Lakes Blvd. Suite 1003 West Palm Beach, FL 33409 |

IN WITNESS WHEREOF, the undersigned has signed these Articles
of Incorporation on the 1st day of March, 1996.

X *James G. Trubek*
James G. Trubek

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this
1st day of March, 1996, by James G. Trubek, who is personally known
to me or who has produced _____ as
identification and who did/did not take an oath.

My commission expires:

Robert Claire
NOTARY PUBLIC




ROBERT CLAIRE
My Commission CC207808
Expires Mar 27, 1997
Huckleberry Associates Inc
800-422-1555

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of RCA Insurance Agency of Florida, Inc. which is contained in the foregoing Articles of Incorporation.

DATED this 18 day of March, 1996.


Robert I. Claire
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA