

P96000032864

1173 Southeast Second Terrace
Deerfield Beach, Florida 33441
(954) 420-9701

FILED
APR 11 1996
TALLAHASSEE, FLORIDA

April 8, 1996

Secretary of State
State of Florida
The Capitol
Tallahassee, Florida 32301

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-04/11/96--01089--000
***122.50 ***122.50

Re: Carole Howerton Insurance Services, Inc.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above corporation, along with a check in the amount of \$122.50 representing the various filing fees and the cost of a certified copy.

Please return the certified copy of the Articles to the address listed above.

Very truly yours,

Carole Howerton

Carole Howerton

CH/lt
Enclosures

4-16-96
JD

ARTICLES OF INCORPORATION
OF
CAROLE HOWERTON INSURANCE SERVICES, INC.

FILED
JAN 11 1962
RECEIVED
CORPORATION
CLERK
TALLAHASSEE, FLA.

ARTICLE I - NAME

The name of this corporation is CAROLE HOWERTON INSURANCE SERVICES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless dissolved by action of law.

ARTICLE III - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, or any other state where this corporation may be licensed to do business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) per share par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

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ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The corporation's principal office and the street address of the initial registered office of this corporation is 1173 Southeast Second Terrace, Deerfield Beach, Florida, and the name of the initial registered agent of this corporation at that address is CAROLE HOWERTON.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
CAROLE HOWERTON	1173 Southeast Second Terrace Deerfield Beach, Florida 33441

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

<u>Name</u>	<u>Address</u>
CAROLE HOWERTON	1173 Southeast Second Terrace Deerfield Beach, Florida 33441

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the shareholders.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite her name:

<u>Name</u>	<u>Number of Shares</u>
CAROLE HOWERTON	100 shares

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be on a first refusal basis with thirty (30) days prior written notice to buy upon the same price and terms as a bona fide offer in arms length transaction by a non-shareholder or as further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XII - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by any shareholder.

ARTICLE XIII - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly

called as provided by law.

ARTICLE XIV - MANAGEMENT
OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XV - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except this corporation shall not have the power to be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XVI - DIRECTORS RESIDENCY AND COMPENSATION

Directors of this corporation must be residents of the State of Florida.

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVII - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XVIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of April, 1996.

Carole Howerton
CAROLE HOWERTON

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

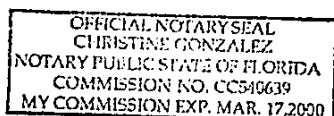
BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared CAROLE HOWERTON, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IDENTIFICATION PRODUCED Florida Drivers license
or personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county last aforesaid, this 6th day of April, 1996.

Christine Gonzalez
Notary Public, State of Florida
at Large

My Commission Expires:



ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in these Articles, I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Carole Howerton
CAROLE HOWERTON, Registered Agent

FILED
96 APR 11 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA