P96000036042 TRANSMITTAL LETTER

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

UDDDD179D960 -04/23/96--01072--019 *****78.75 *****78.75

SUBJECT: PROTECTIVE FINANCIAL GROUP, INC.

(Proposed corporate name - must include suffix)

Enclosed is an original for : \$70.00 Filing Fee	ginal and one (1) c \$78.75 Filing Fee & Certificate	\$122.50 Filing Fee & Certified Copy Additional Cop	\$131.25 Filing Fee, Certified Copy & Certificate	ind a check	
FRC		MORALES JR. (printed or typed)		77. TALL 17.	
	3801 BR	AMBLEWOOD Address	BUD.	APR 22 NG FARY AHASSE	T
	LAND O'LA	ov, State & Zip	34639	AH 9: 16 OF STATE E. FLORIDA	
		3-/255 Telephone number	, <u>.</u> , <u>.</u> ,	IDA IDA	

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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

FILED

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SECRETARY OF STATE
TALL ATTASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PROTECTIVE FINANCIAL GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3801 BRAMBLEWOOD BLVD. LAND O'LAKES, FL. 34639

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

Emilio HORALES IR. (PRESIDENT).

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Emilia Morales IR. 1500 Lime STREET CLEARWATER, FL. 34616

PAULA CASILIO 3801 BRAMBLEWOOD BLVD LAND O'LAKES, FL. 34639

The undersigned incor	porator(s) has(have)	executed these Articles of Incorporation this
day of	April	, 19 <u>_96</u>
	Emilio Mol	alis h.
	Haula	Signature
		Signature
 		Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	PROTECTIVE FINANCIAL	GROUP, INC.
2. The name and address of the re	egistered agent and office is:	
_ Emilia	HORALES TR. (NAME)	FIL 96 APR 22 SECRETARY TALLAHASSEI
<u> 1500 </u>	LIME STREET Box of Mail Drop Box NOT ACCEPTABLE)	
CLEARU	INTER FLORIDA 34616 (CITY/STATE/ZIP)	ED H 9: 16 F STATE FLORIDA

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 registered agent.

Emilio Morales h. 4-15-96
(SIGNATURE) (DATE)

CORPORATE

ACCESS, INC.

1116-D Thomasville Road . Mount Vernon Square . Tallaharsec, Fiorida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

CERTIFIED COPY	cus
РНОТО СОРУ	XFILING Amendment
1.) Protective Financial Corono (CORDORATE NAME & DOCUMENT #)	Fnc.
(CORPORATE NAME & DOCUMENT #)	/ ************************************
2.) (CORPORATE NAME & DOCUMENT #)	**************************************
(CORPORATE NAME & DOCUMENT #)	
4.)(CORPORATE NAME & DOCUMENT #)	
·	SECONOMINATION OF TALL
(CORPORATE NAME & DOCUMENT #)	ARASS MINE
(CORPORATE NAME & DOCUMENT #)	E.F. 2:
7.) (CORPORATE NAME & DOCUMENT #)	99 57 57 F
8.) (CORPORATE NAME & DOCUMENT #)	
	Dr. 7,1
9.) (CORPORATE NAME & DOCUMENT #)	30
(CORPORATE NAME & DOCUMENT #)	
SPECIAL INSTRUCTIONS	90 D

ARTICLES OF AMENDMENT OF PROTECTIVE FINANCIAL GROUP, INC.

Pursuant to section 607.1001, Florida Statues, the articles of Incorporation are amended as follows;

Article IV is amended to include the following:

The number of shares of common stock remain as issued. This corporation is authorized to have One Hundred Thousand shares of preferred stock with a par value of one hundred dollars per share outstanding at any one time. The preferred stock will not have any voting right.

The foregoing amendment was proposed to the shareholders by the Board of Directors and the Shareholders entitled to vote approved the amendment. The amendment was approved by unanimous vote on the 16th day of January 1997.

IN WITNESS WHEREOF, I the undersigned, have executed these Articles of Amendment of this 27th day of January 1997.

Emilio Morales

President

97 JAN 30 PH 2: 57
SECRETARY OF STATE
ASSOCIATION