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ERIC A. LANIGAN
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WINTER PARK, FLORIDA 32789

May 15, 1996

TEL (407) 740-7070
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Secretary of State
Corporate Division
409 E. Gaines Street
Tallahassee, FL 32301

500001832093
-05/21/96--01074---007
*****70.00 *****70.00

RE: Performance Premiums, Inc.

Dear Sir or Madam:

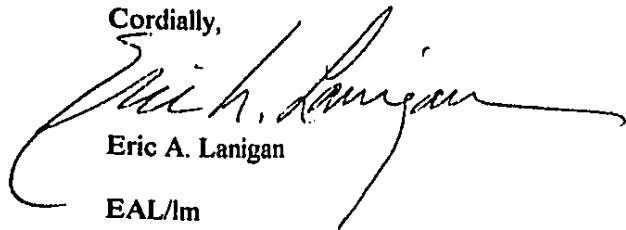
EFFECTIVE DATE
May 15, 1996

I am enclosing herewith the original and one copy of the the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$70.00 is enclosed for the following fees:

Filing	\$ 35.00
Resident Agent	\$ 35.00

Please file the original of the enclosed Articles and provide verification of filing and corporate charter number to this office.

Cordially,


Eric A. Lanigan

EAL/lm
Enclosures

FILED
96 MAY 20 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GB 5/28/96

Articles of Incorporation

96 MAY 20 AM 9:32

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is Performance Premiums, Inc.
2. **Duration.** The effective date of incorporation is May 15, 1996, and the period of its duration is perpetual.
3. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. **Capital Stock.** The corporation is authorized to issue one thousand (1,000) shares, all of one class, at \$1.00 par value.
5. **Initial Registered Office and Agent.** The name and address of the initial registered agent and the principal office of this corporation is as follows:

Karl M. Ellzey
1398 S.R. 436, Ste. 102
Casselberry, FL 32707

EFFECTIVE DATE
May 15, 1996

6. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

Name
Ingeborg C. Ellzey

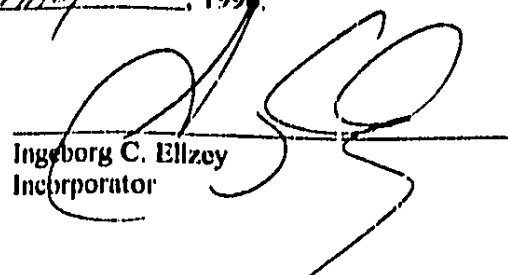
Address
2718 Scarlet Road, Winter Park, FL 32792

7. **Amendment of Articles.** 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.

8. **Management 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.

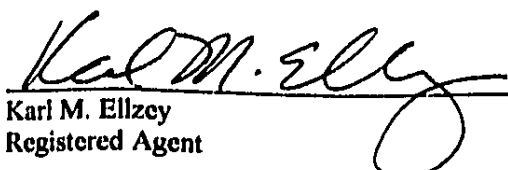
9. **Informal Action of Shareholders.** If all the shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of May, 1996.


Ingeborg C. Ellzey
Incorporator

Acceptance by Registered Agent

I hereby agree to act in the capacity of Registered Agent for Performance Premiums, Inc., and to comply with the provisions of all statutes relevant to the proper and complete performance of my position as Registered Agent.


Karl M. Ellzey
Registered Agent

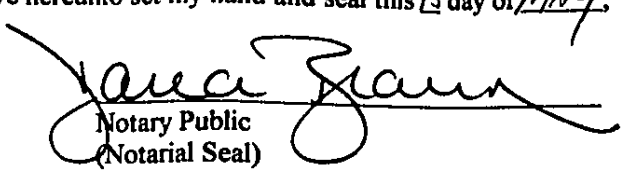
STATE OF FLORIDA
COUNTY OF

BEFORE ME, the undersigned authority, personally appeared Ingeborg C. Ellzey and Karl M. Ellzey to me known to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged to and before me the execution such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15 day of May, 1996.



DANA BRAUN
COMMISSION # CC 330788
EXPIRES NOV 18, 1997
Atlantic Bonding Co., Inc.
800-732-2245


Notary Public
(Notarial Seal)

96 MAY 20 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED