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| Address Tallahassee, FL 3230 | | | |
| City State Zip | 21 222-1092 Phone | 900001 -06/29/96010 | 79409: \$1025 |
| CORPORAT | TION(8) NAME | \\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\ | inarii.ioo |
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STATE OF FLORIDA ARTICLES OF INCORPORATION

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UNDERWRITING SPECIALISTS OF AMERICA. INC.

| 607,0401 IS; UND | ERWRITING SPECIALISTS OF | SATISFIES THE REQU AMERICA, INC. | REMENTS OF SECTION |
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| Saranota, IHE M. | HE ADDRESS OF THE INITIAL AILING ADDRESS OF THE 14 34238 NUMBER OF SHARES TH | CORPORATION IS: 86 | 06 Great Meadows Drive |
| *FOURTH: (a TION OF EACH CLAS |) IF THE SHARES ARE TO SS IS: | BE DIVIDED INTO CL | ASSES, THE DESIGNA- |
| Common | | No Par Value | |
| | | | |
| III NESPECT OF | TEMENT OF THE PREFER F THE SHARES OF EACH (| CLASS: | |
| n/a | PREFERENCES | LIMITATIONS | RELATIVE RIGHTS |
| *FIFTH: (a) IF | PREFERENCES THE CORPORATION IS TO IN SERIES, THE DESIGNATION IS TO IN SERIES. | O ISSUE THE SHARES | OF ANY POETER |
| *FIFTH: (a) IF OR SPECIAL CLASS | THE CORPORATION IS T | O ISSUE THE SHARES | OF ANY POETER |

(b) STATEMENT OF THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES AS BETWEEN SERIES INSOFAR AS THE SAME ARE TO BE FIXED IN THE ARTICLES OF INCORPORATION: SERIES RELATIVE RIGHTS **PREFERENCES** n/a (c) STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES: none SIXTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE: none SEVENTH: PROVISIONS FOR THE REGUALTION OF THE INTERNAL AFFAIRS OF THE **CORPORATION ARE:** none EIGHTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CCRPCRATION IS 8606 Great Meadows Drive, Sarasota, Florida 34238 AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS Thomas McDermott *NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF

NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS one AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

Thomas McDermott 8606 Great Meadows Drive Sarasota, Plorida 34238

| | 8606 Great Headows Drive, Sar | and the second s |
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| THE UNDERSI | GNED HAS (HAVE) EXECUTED | THESE ARTICLES OF INCORPORATION |
| THIS | 18-4 DAY OF June | 19 96 |
| | | |
| | | SIGNATURE/TITLE |
| | | Thomas McDermott, Incorporato |
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| (3) 1-15-1-10 | BY THE REGISTERED AGENTS: Thomas McDermott | IS FAMILIAR WITH AND |
| ACCEPIS THE | OBLIGATIONS PROVIDED FOR IN | NSECTION 6 07.0505. |
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| DATED June 183 | | |
| DATED THE TANK | <u>.</u> ,19 96 3 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 | BY Thomas Melan SH |
| | | Thomas McDermott (TYPE NAME OF OFFICER) |
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| | | TITLE OF OFFICER) |