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ORDER DATE: July 31, 1996

ORDER TIME : 10:13 AM

ORDER NO. : 038790

CUSTOMER NO:

83123A

2000001922242

CUSTOMER: Mr. George Chaplin

THE CHAPLIN COMPANIES

5148 Leesburg Pike

Alexandria, VA 22302

DOMESTIC FILING

NAME:

HARRIS INSURANCE OF PENSECOLA.

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

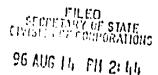
CERTIFIED COPY

PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

HARRIS INSURANCE OF PENSACOLA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HARRIS INSURANCE OF PENSACOLA, INC.

The address of the principal office of this corporation shall be 124 Miracle Strip Parkway, Ft. Walton Beach, Florida 32549 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 124 Miracle Strip Parkway, Ft. Lauderdale, Florida 32549, and the name of the initial registered agent of the corporation at that address is Whit Harris.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Whit Harris

124 Miracle Strip Parkway Fort Walton Beach, Florida 32549

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on August 13, 1996.

leberak (D. Skoper)
It's Agent, Deborah D. Skipper
Incorporator

DGS

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ACCEPTANCE OF REGISTERED AGENT DESTGNATED IN THE ARTICLES OF INCORPORATION

WHIT HARRIS, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

WHIT HARKIS

whit HARRIS is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Typed Name: WHIT HARRIS

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