GATLIN, WOODE & CARLBON

Attorneys at Law a partnership including a professional association

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D. KENNETH GATLIN, P.A. THOMAS F. WOODS JOHN D. CAHLSON Wayne L. Schiefeliein

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Saptember 11, 1996

Secretary of State Division of Corporations P. O. Box 6327 409 East Gaines Street Tallahassee, Florida 32314

Ro: Southern Insurance School, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation for Southern Insurance School, Inc. Also enclosed are check in the amount of \$122.50 for filing fees and extra copy to be certified and returned to me.

Thank you for your assistance in this matter.

Sincerely,

Thomas F. Woods

TFW: ch

Enclosures

Call Cindy When Ready port 18 that some feet 4150



ARTICLES OF INCORPORATION

or

SOUTHERN INBURANCE SCHOOL, INC.



The undersigned subscribers to these Articles of Incorporation, natural persons over the age of 18 years, competent to contract, hereby forms a corporation under the laws of the State of Florida.

I.

Namo

The name of the corporation shall be SOUTHERN INSURANCE SCHOOL, INC. The principal place of business of this corporation shall be at:

1030 E. Lafayette Street, #108, Tallahassee, Florida 32301-4547.

II.

Term of Existence

The corporation shall have perpetual existence, commencing on September 12, 1996.

III.

Nature of Business and Powers

The general nature of business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida, including providing insurance education.

IV.

Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 5,000

shares of common stock having a par value of \$1.00 per share.

٧.

Registered Agent and Initial Registered Office

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Thomas F. Woods Gatlin, Woods & Carlson 1709-D Muhan Drive Tallahassee, Florida 32308

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

VI.

Directors

The number of directors of the initial board of directors of the corporation is one (1). The name and address of the initial director is:

> A. M. Beverly 1030 E. Lafayette Street, #108 Tallahassee, Florida 32301-4547

> > VII.

Incorporation

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

A. M. Beverly 1030 E. Lafayette Street, #108 Tallahassee, Florida 32301-4547

VIII.

Amendment

These Articles of Incorporation may be deemed in the manner

provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vot, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

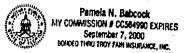
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on Alpton hw 9, 1996.

A. M. BEVERLY

STATE OF FLORIDA COUNTY OF LEON

The foregoing instrument was acknowledged before me this gthe day of which to me or has produced as identification.

NOTARY PUBLIC, PAMELA N. BABCOCK (Print) My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That SOUTHERN INSURANCE SCHOOL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Tallahassee, County of Leon, State of Florida, has named THOMAS F. WOODS of Gatlin, Woods & Carlson, located at 1709-D Mahan Drive, City of Tallahassee, County of Leon, State of Florida as its Resident Agent to accept service of process within the state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

THOMAS F. WOODS
Resident Agent

THOMAS F. WOODS
Resident Agent

THOMAS F. WOODS
Resident Agent