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LAW OFFICE OF
JOHN T. BROWN, P.A.

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* also admitted in the District of Columbia
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December 10, 1996

EFFECTIVE DATE
12-1-97

Department of State
Division of Corporations
Post Office Box 6327
409 E. Gaines Street
Tallahassee, Florida 32301

FILED
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TALLAHASSEE, FLORIDA
STATE

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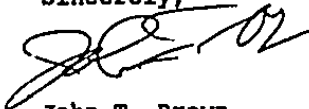
Re: Articles of Incorporation for
PETRESKI INSURANCE AGENCY, INC.

Dear Sir/Madam:

Enclosed please find an original and two (2) copies of the Articles of Incorporation for the above referenced corporation, together with our firm's trust account check in the amount of \$70.00 representing the filing fee.

Please return the copies of the filed Articles of Incorporation to the address noted above. Thank you for your assistance and should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,



John T. Brown

Enclosures

petreski/secstate.fil

nc 12/17/96

EFFECTIVE DATE
1-1-97

ARTICLES OF INCORPORATION

FOR

PETRESKY INSURANCE AGENCY, INC.

Article I.

Corporate Name

The name of this corporation is PETRESKY INSURANCE AGENCY, INC.

Article II.

Nature of Business and Powers

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

Article III.

Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having a par value of One Dollar (\$1.00) per share.

Article IV.

Term of Existence

This Corporation shall have perpetual existence commencing on the first day of January, 1997.

Article V.

Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VI.

Registered Agent and Initial Registered and Principal Office

The Registered Agent and the street address of the initial Registered and Principal Office of this Corporation in the State of Florida shall be: Jeff Petresky, 54 Beal Pkwy., NW, Fort Walton Beach, FL 32548.

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

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Article VII.

Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

Article VIII.

Initial Director

The name of the initial director of this Corporation and his street address is:

Jeff Petresky 54 Beal Pkwy., NW
Fort Walton Beach, FL 32548

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

Article IX.

Incorporator

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

Jeff Petresky 54 Beal Pkwy., NW
Fort Walton Beach, FL 32548

Article X.

Cumulative Voting

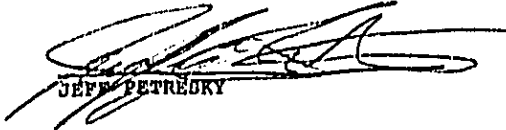
Each Shareholder entitled to vote shall have a number of votes equal to the number of voting shares held by the Shareholder multiplied by the number of Directors that the Shareholder may elect. The Shareholder may cast all such votes for a single candidate or may distribute them among some or all of the candidates. The exercise of this right shall be termed cumulative voting.

Article XI.

Amendment

These Articles of Incorporation may be amended in the following 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 vote, 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 and Registered Agent,
has executed the foregoing Articles of Incorporation on the 11th day of
December, 1996.


JEFF PETRESKY

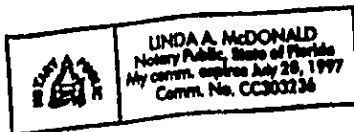
STATE OF FLORIDA
COUNTY OF OKALOOSA


I HEREBY CERTIFY that on this 11th day of December, 1996, before me, an
officer duly authorized in the State aforesaid and in the County aforesaid to
take acknowledgments, personally appeared JEFF PETRESKY, who is personally known
to me or who has produced the identification identified below, who is the person
described in and who executed the foregoing instrument, and who after being duly
sworn says that the execution hereof is his free act and deed for the uses and
purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me on the day and year last aforesaid.

____ To me personally known

X Identified by Driver's License Number 362-421-64-091-0
issued by the State of FLORIDA.




Notary Public

Typed Name: Linda A. McDonald

My Commission Expires:

Commission No.:

I, JEFF PETRESKY, am hereby familiar with and accept the duties and
responsibilities as Registered Agent for PETRESKY INSURANCE AGENCY, INC.


JEFF PETRESKY
Registered Agent

petresky@aol.for

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96 DEC 16 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA