

P9700001/1935

February 4, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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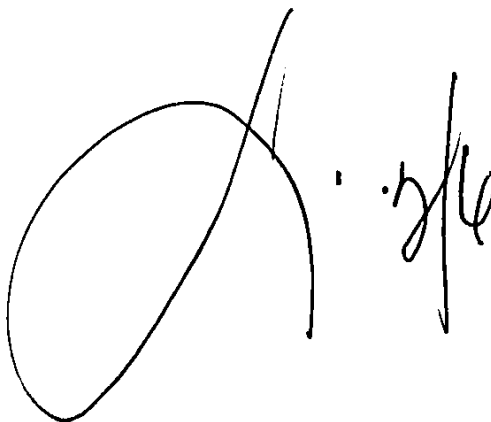
SUBJECT: UNITED INSURANCE SERVICES, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation for UNITED INSURANCE SERVICES, INC. and a check for \$78.75 for Filing Fee & Certificate.

FROM: Ignacio L. Formoso
6215 Stone Rd. - Suite 40
Port Richey, FL 34668

Any questions regarding this incorporation may be directed to Ignacio L. Formoso at 813-844-0277.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION
of
UNITED INSURANCE SERVICES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act, hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on Corporations pursuant to the provisions thereof, and do hereby make, subscribe, certify and acknowledge and file these Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation, hereinafter referred to as the "Corporation," is United Insurance Services, Inc.

ARTICLE II - PERIOD OF EXISTENCE

The period during which the Corporation shall continue is perpetual.

ARTICLE III - REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 6215 Stone Rd. - Ste 40 Port Richey, FL 34668 and the name of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Ignacio L. Formoso.

ARTICLE IV - SHARES

The total authorized capital stock of the Corporation is One Thousand (1,000) shares having a Par Value of NONE. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

ARTICLE V - INCORPORATORS ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:

Ignacio L. Formoso
11379 Amboy Street
Spring Hill, FL 34609

ARTICLE VI - DIRECTORS

The corporation shall be authorized to conduct business with one (1) or more directors; the beginning number of directors shall be three (3) in number, which number may be changed at any special or general meeting of the stockholders. The name and address of the first board of directors is:

NAME	ADDRESS
<u>Ignacio L. Formoso, President</u>	<u>11379 Amboy St. Spring Hill, FL 34609</u>
<u>Ignacio Formoso, Vice-President</u>	<u>7135 Rockwood Dr. Port Richey, FL 34668</u>
<u>Julio J. Atenza, Sec/Treasurer</u>	<u>3305 W. Ellicott Tampa, FL 33614</u>

ARTICLE VII - INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The undersigned incorporator has executed these Articles of Incorporation this

4th day of February, 1997.

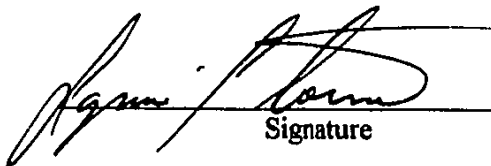

Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: UNITED INSURANCE SERVICES, INC.
2. The name and address of the registered agent and office is:
Ignacio L. Formoso
6215 Stone Rd. - Suite 40
Port Richey, FL 34668

Having been named as registered agent and to accept service of process for the above stated corporation the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature

2-4-97
Date

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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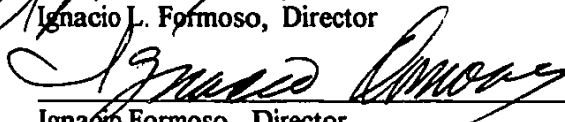
**WAIVER OF NOTICE
OF
THE FIRST MEETING OF THE BOARD OF DIRECTORS
OF
UNITED INSURANCE SERVICES, INC.**

We, the undersigned, being all the directors of United Insurance Services, Inc., hereby waive all notice of the first meeting of the Board of Directors of the Corporation and agree and consent that this meeting be held at the offices of the Corporation, United Insurance Services, Inc., 6215 Stone Rd. - Suite 40 Port Richey, FL 34668 on the 3rd day of MARCH, 1997, at Office, for the purpose of holding an organizational meeting of the Corporation and for such other business as may be brought before the meeting or any adjournment thereof.

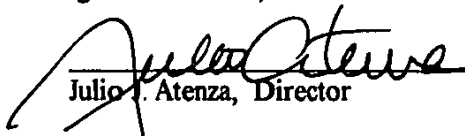
Dated: 2-4-97



Ignacio L. Formoso, Director



Ignacio Formoso, Director



Julio J. Atenza, Director

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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