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PLEASE REPLY TO:

Winter Haven

February 12, 1997

FILED
DIVISION OF STATE
97 FEB 13 PM 3:19

VIA FEDERAL EXPRESS

*Return to
FILL ASAP*

Ms. Barbara Keys
ATTORNEYS' TITLE INSURANCE FUND, INC.
660 East Jefferson Street, Suite 200
Tallahassee, Florida 32301

Re: TowerSentry, Inc.

000002087190--1
-02/13/97--01092--011
***122.50 ***122.50

Dear Barbara:

Enclosed for filing with the Florida Department of State please find the following documents:

1. Articles of Incorporation of TowerSentry, Inc. (original and one copy).
2. Certificate Designating Registered Agent and Office.

I am also enclosing a check in the amount of \$122.50 payable to the Florida Department of State covering the following costs:

Filing fee for Articles of Incorporation	\$ 35.00
Filing fee for Registered Agent Certificate	35.00
Certified copy of Articles	52.50
TOTAL	\$122.50

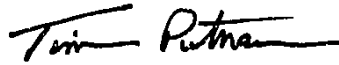
After the Articles of Incorporation and the Certificate Designating Registered Agent and Office have been filed, please have the extra copy of the Articles certified by the Secretary of State and return it to me.

D. BROWN FEB 13 1997

Ms. Barbara Keys
February 12, 1997
Page Two

If you have any questions, please give me a call. Thanks for your help.

Sincerely,

A handwritten signature in cursive script, appearing to read "Tom Putnam".

Thomas B. Putnam, Jr.

TBP/jh
Enclosures

ARTICLES OF INCORPORATION
OF
TowerSentry, Inc.

SECRET FILED
DIVISION OF CORPORATIONS
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ARTICLE I. - Name

The name of the corporation is TowerSentry, Inc. The address of the principal office of this corporation shall be 885 Lake Myrtle Road, Auburndale, Florida 33823, and the mailing address shall be Post Office Box 989, Lakeland, Florida 33802-0989.

ARTICLE II. - Duration

This corporation shall have perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of the State of Florida.

ARTICLE III. - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. - Capital Stock

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock which shall be designated "common shares".

ARTICLE V. - Preemptive Rights

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance

of fractional shares) at the price which it is offered to others.

ARTICLE VI. - Initial Registered Office and Agent

The street and post office address of the initial registered office of this corporation is 1710 Lowry Avenue, Lakeland, Florida 33801, and the name of the initial registered agent of this corporation at that address is Rodger J. Roth.

ARTICLE VII. - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one.

The names and addresses of the initial directors of this corporation are:

Rodger J. Roth
1710 Lowry Avenue
Lakeland, FL 33801

Cheryl L. Roth
1710 Lowry Avenue
Lakeland, FL 33801

ARTICLE VIII. - Incorporator

The name and address of the person signing these Articles of Incorporation are Rodger J. Roth, 1710 Lowry Avenue, Lakeland, Florida 33801.

ARTICLE IX. - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of February, 1997. Signed in the presence of:

Thomas B. Pina, Jr.
Jackie S. Hoverkamp
Two Witnesses

Rodger J. Roth
RODGER J. ROTH

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 12th day of February, 1997, by RODGER J. ROTH, who is personally known to me or produced a Florida driver's license as identification.

(SEAL)

Jackie S. Hoverkamp
NOTARY PUBLIC
Jackie S. Hoverkamp
Print Name of Notary

My Commission Expires:



Jackie S. Hoverkamp
MY COMMISSION # CC596024 EXPIRES
November 19, 2000
BONDED THRU THY FARM INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED


AGENT AND OFFICE

SECRET
DIVISION OF STATE
97 FEB 13 PM 3:19

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That TowerSentry, Inc., desiring to organize and qualify as a corporation under the laws of the State of Florida, with its initial registered office at 1710 Lowry Avenue, Lakeland, Florida 33801, has named RODGER J. ROTH, located at 1710 Lowry Avenue, Lakeland, Florida 33801, as its Registered Agent to accept service of process within the State of Florida; and

That, having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, RODGER J. ROTH hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper performance of his duties.




RODGER J. ROTH

STATE OF FLORIDA
COUNTY OF POLK

12th The foregoing instrument was acknowledged before me this day of February, 1997, by RODGER J. ROTH, who is personally known to me or produced a Florida driver's license as identification.

(SEAL)



NOTARY PUBLIC
Jackie S. Hoverkamp
Print or Type Name of Notary

My Commission Expires:

H:\HOME\JSH\CORP\TOWER.REG



Jackie S. Hoverkamp
MY COMMISSION # CC595024 EXPIRES
November 18, 2000
BONDED THRU TROY FAIR INSURANCE, INC.