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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 273528 4378553

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 26, 1997

ORDER TIME : 9:46 AM

ORDER NO. : 273528-005

CUSTOMER NO: 4378553

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-02/26/97--01072--029
****122.50 ****122.50

CUSTOMER: Richard C. Williams, Jr., Esq
RICHARD C. WILLIAMS, JR., P.A.

6337 Grand Boulevard

New Port Richey, FL 34652

DOMESTIC FILING

NAME: ROBERT E. OADE, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

FILED
97 FEB 26 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K.R. FEB 26 1997

ARTICLES OF INCORPORATION

OF

ROBERT E. OADE, P.A.

FILED
97 FEB 26 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and an independent insurance agent licensed to render services as such under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under the Professional Service Corporation Act, and other laws of the State of Florida.

1. NAME: The name of the Corporation is:

Robert E. Oade, P.A.

2. PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION:

The address of the principal office of the Corporation is 9665 Southern Belle Drive, Brooksville, Florida 34613, and the mailing address of the Corporation is 9665 Southern Belle Drive, Brooksville, Florida 34613.

3. NATURE OF BUSINESS: The general nature of the business to be transacted by the Corporation is:

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that an independent insurance agent, duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to provide services as an insurance agent therein.

(b) To invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

(c) To do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

4. CAPITAL STOCK: The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares with a par value of one dollar (\$1.00) per share.

5. INITIAL CAPITAL: The amount of capital with which the Corporation will begin business is \$500.00.

6. TERM OF EXISTENCE: The Corporation is to exist perpetually.

7. INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of the Corporation in the State of Florida is 9665 Southern Belle Drive, Brooksville, Florida 34613. Robert E. Oade shall be the initial registered agent at such address. The Board of Directors may from time to time move the principal office to any other address in Florida, and may establish branch and other offices within or without the State of Florida.

8. DIRECTORS: The business of the Corporation shall be managed by its Board of Directors. The number of directors constituting the entire Board shall not be less than one; and subject to such minimum, may be increased or decreased from time to time by amendment of the By-Laws in a manner not prohibited by law. Until so changed the number shall be one.

9. INITIAL DIRECTOR: The name and street address of the member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Robert E. Oade	9665 Southern Belle Drive Brooksville, Florida 34613

10. INCORPORATOR: The name and street address of the person signing the Articles of Incorporation as an incorporator, who is an independent insurance agent, duly licensed under the Laws of the State of Florida to render services as such is:

Name

Address

Robert E. Oade

9665 Southern Belle Drive
Brooksville, Florida 34613

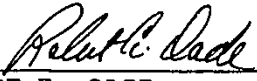
11. ADDITIONAL CORPORATE POWERS: In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, the Corporation shall have all the following powers:

(a) To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperative, joint venture, or otherwise, with any person, firm, or corporation for the purpose of carrying on any business which the Corporation has the direct or incidental authority to pursue.

(b) To enter into, for the benefit of its employees, one or more of the following: (i) a pension plan, (ii) a profit-sharing plan, (iii) a stock bonus plan, (iv) a thrift and savings plan, (v) a restricted stock option plan, or (vi) other retirement or incentive compensation plans.

12. AMENDMENT: These Articles of Incorporation may be amended 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 a majority of the stockholders entitled to vote thereon, unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of stockholders are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned subscriber, have executed these Articles of Incorporation this 24 day of February, 1997.

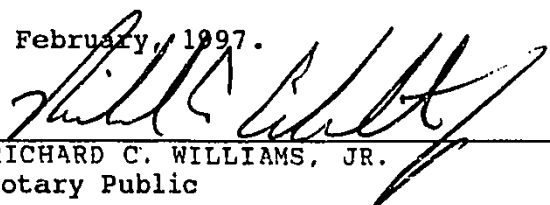


ROBERT E. OADE
Incorporator

STATE OF FLORIDA)
)
COUNTY OF PASCO)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pasco to take acknowledgements, personally appeared Robert E. Oade, who is personally known to me or who has produced Michigan Drivers License as identification, and who did (did not) take an oath, to me know to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 24th day of February, 1997.



RICHARD C. WILLIAMS, JR.
Notary Public

My Commission Expires:



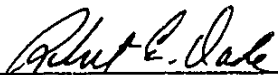
RICHARD C. WILLIAMS, JR.
MY COMMISSION # CC442465 EXPIRES
June 29, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

ROBERT E. OADE, P.A., DESIRING TO ORGANIZE OR QUALIFY UNDER
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF BROOKSVILLE, STATE OF FLORIDA, HAS NAMED
ROBERT E. OADE, LOCATED AT 9665 Southern Belle Drive, Brooksville,
Florida 34613, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

2-24-97
DATE


ROBERT E. OADE
President

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

2-24-97
DATE


ROBERT E. OADE
Registered Agent

FILED
97 FEB 26 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA