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DAVID S. GOLDWICH, ESQ.

3550 Biscayne Boulevard, Suite 407

Miami, Florida 33137

(305) 573-4412 Fax (305) 573-3866

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February 24, 1997

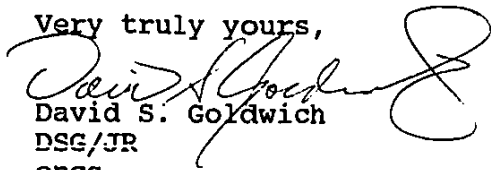
Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Dear Sir/Madam:

Enclosed are the original and one copy of the initial articles of incorporation for All City Congress Insurance Inc., along with a check in the amount of \$122.50 for filing fees. Please file these articles and return certified copy to this address.

Thank you for your cooperation.

Very truly yours,


David S. Goldwich
DSG/JR
encs.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
ALL CITY CONGRESS INSURANCE, INC.

Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

1. The name of the corporation is All City Congress Insurance, Inc. (The "Corporation").

2. The principal office of the Corporation is 3920 S. Congress Avenue, Lake Worth, Florida 33461.

3. The aggregate number of shares which the Corporation is authorized to issue is 1000 shares of Common Stock, par value \$1.00 per share.

4. The street address of the initial registered office of the Corporation is 3550 Biscayne Blvd. Suite 601, Miami, Florida 33137, and the name of the initial registered agent of this Corporation at that address is David S. Goldwich, Esq.

5. The name and address of the person signing these Articles of Incorporation as incorporator is Leonard Boatwright, Jr., 15410 S.W. 84 Avenue, Miami, Florida 33157.

6. The Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

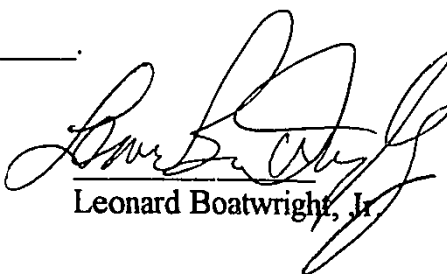
NAME	ADDRESS
Leonard Boatwright, Jr.	15410 SW 84 Avenue Miami, Florida 33157
Gregory Carey	9625 Dominican Drive Miami, Florida 33189

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TALLAHASSEE, FLORIDA

7. The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

8. 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.

Dated: 2/20/, 1997.

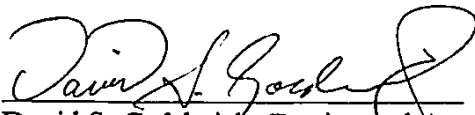

Leonard Boatwright, Jr.

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SECRETARY OF STATE

CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for All City Congress Insurance, Inc. at the place designated in its articles of incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: February 24, 19 97


David S. Goldwich, Registered Agent

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