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Hal A. Airth

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March 28, 1997

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-04/11/97--01033--002  
\*\*\*\*122.50 \*\*\*\*122.50


Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: AUTO INSURANCE ASSOCIATES, INC.

Dear Sir:

Please find enclosed the original and one copy of the Articles of Incorporation for the above named corporation. My Office Account check #663389 for \$122.50 for the filing fee is also enclosed.

Very truly yours,

  
Hal A. Airth

enc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 11 AM 9:59

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 11 AM 9:59

ARTICLES OF INCORPORATION  
OF  
AUTO INSURANCE ASSOCIATES, INC.

ARTICLE I

The name of this corporation is AUTO INSURANCE ASSOCIATES, INC.

ARTICLE II

The corporation is to exist perpetually, commencing with the filing of these articles.

ARTICLE III

This corporation is organized for the purpose of selling health, automobile and other insurance coverage to the public and any other lawful business for which corporations may be incorporated under the Florida Business Corporations Act.

ARTICLE IV

This corporation is authorized to issue Two Thousand (2,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

The amount of capital with which this corporation will begin business is Two Thousand Dollars (\$2,000.00).

ARTICLE VI

The street address of the principal office of this corporation is 555 W. Baya St., Lake City, Florida 32055, and

its mailing address is the same.

#### ARTICLE VII

The name and street address of the initial Registered Agent of this corporation is **LARRY MARTIN**, 555 W. Baya St., Lake City, Florida.

#### ARTICLE VIII

This corporation will have three (3) directors initially. The number of directors may be increased or decreased from time to time by the by-laws but shall never be less than two (2). The names and addresses of the initial directors of this corporation are:

Name	Address
<b>WILLIAM T. LEE</b>	Post Office Box 45, Live Oak, Florida 32060
<b>JACQUELINE LEE</b>	Post Office Box 45, Live Oak, Florida 32060
<b>LARRY MARTIN</b>	320 N. Houston St., Live Oak, Florida 32060

#### ARTICLE IX

The name and address of the incorporator signing these articles is:

**LARRY MARTIN** 320 N. Houston St., Live Oak, Florida 32060

#### ARTICLE X

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 stockholders' meeting by a majority of the

stock entitled to vote thereon, unless all directors and all stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

  
LARRY MARTIN

STATE OF FLORIDA  
COUNTY OF SUWANNEE

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the State and County named above to take acknowledgments, personally appeared LARRY MARTIN to me known to be the person described as subscribed in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and official seal in the State and County last aforesaid this 9 day of April, 1997.

  
Hal A. Airth  
Notary Public



My commission expires:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 11 AM 9:59

**ACCEPTANCE**

The undersigned, **LARRY MARTIN**, is the person named above and designated as resident agent of said corporation; the undersigned is a resident of Suwannee County, Florida, and maintains an office at 555 W. Baya St., Lake City, Florida 32055. The mailing address of the undersigned is 555 W. Baya St., Lake City, Florida 32055. The undersigned hereby accepts the above designation and appointment as registered agent for said corporation.

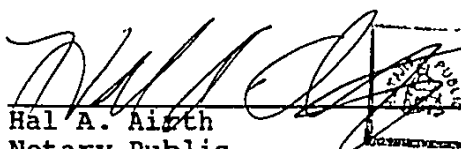
Dated this 9 day of April, 1997.

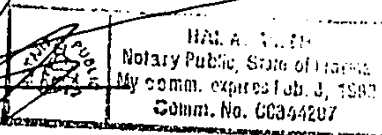
  
**LARRY MARTIN**

STATE OF FLORIDA

COUNTY OF SUWANNEE

Sworn to and subscribed before me by **LARRY MARTIN** this  
9 day of April, 1997.

  
**Hal A. Airth**  
Notary Public



My commission expires: