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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAL 'APR 21 1997

4/18/97

FLORIDA DIVISION OF CORPORATIONS
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((H97000006384 6))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ANTHONY P. BERNARD

ACCT#: 071162000147

CONTACT: ANTHONY BERNARD

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NAME: AA ALL COUNTY ADJUSTORS, INC.

AUDIT NUMBER.....H97000006384

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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Attn: Beth!! w97-9/93

FAX AUDIT #: H97000006384

ARTICLES OF INCORPORATION

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AA ALL COUNTY ADJUSTORS, INC.

(Name of Corporation)

THE UNDERSIGNED SUBSCRIBER(S) TO THESE ARTICLES OF INCORPORATION, NATURAL PERSON(S) FLORIDA
COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I - CORPORATE NAME

THE NAME OF THE CORPORATION IS: AA ALL COUNTY ADJUSTORS, INC.
16201 S.W. 95 AVENUE # 109, MIAMI, FL 33157

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE ONE HUNDRED SHARES (100) OF ONE DOLLAR (\$) (\$1.00) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE INTIAL REGISTERED AGENT OF THIS CORPORATION IS :

NAME ANTHONY BERNARD
ADDRESS 16201 S.W. 95 AVENUE # 109
CITY MIAMI STATE FLORIDA ZIP 33157

ARTICLE VI - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO (2) DIRECTOR(S) 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 (1). THE NAMES AND ADDRESSES OF THE INTIAL DIRECTOR (S) OF THE CORPORATION ARE AS FOLLOWS:

NAME	ANTHONY BERNARD (DIRECTOR)			
ADDRESS	16201 S.W. 95 AVENUE # 109			
CITY	MIAMI	STATE	FL	ZIP 33157
NAME	ERNEST B. MORROW (DIRECTOR)			
ADDRESS	16201 S.W. 95 AVENUE # 109			
CITY	MIAMI	STATE	FL	ZIP 33157
NAME				
ADDRESS				
CITY		STATE		ZIP
NAME				
ADDRESS				
CITY		STATE		ZIP

PREPARED BY : ANTHONY BERNARD
16201 S.W. 95 AVENUE
STE. # 109
MIAMI FL 33157
(305) 251-4591

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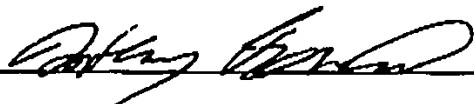
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ARTICLE VII - INCORPORATORS

THE NAMES AND ADDRESSES OF THE PERSON(S) SIGNING THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

NAME	ANTHONY BERNARD				
ADDRESS	16201 S.W. 95 AVENUE # 109				
CITY	MIAMI	STATE	FL	ZIP	33157
NAME					
ADDRESS					
CITY		STATE		ZIP	
NAME					
ADDRESS					
CITY		STATE		ZIP	
NAME					
ADDRESS					
CITY		STATE		ZIP	

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER(S) HAVE EXECUTED THESE ARTICLES OF INCORPORATION
THIS 18TH DAY OF APRIL 1997.



(SEAL)

(SEAL)

(SEAL)

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED

ANTHONY BERNARD

KNOWN TO ME AND KNOWN TO BE THE PERSON(S) WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL, IN THE STATE AND COUNTY AFORESAID,
THIS 18TH DAY OF APRIL 1997

(NOTARY SEAL)



(NOTARY PUBLIC, STATE OF FLORIDA AT LARGE)

MY COMMISSION EXPIRES:

FAX AUDIT #: H97000006384



JUNE E. LYLE
My Commission: OC-62760
Expires Aug. 31, 1998

FAX AUDIT #: H97000006384

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**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

AA ALL COUNTY ADJUSTORS, INC.

(NAME OF CORPORATION)

PURSUANT TO FLORIDA STATUTES SECTIONS 48.091 AND 607.034, THE FOLLOWING SUBMITTED: THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION

AT 16201 S.W. 95 AVENUE # 109

HAS NAMED ANTHONY BERNARD

LOCATED AT THE AFORESAID ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE

ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE.


(REGISTERED AGENT)

PREPARED BY : ANTHONY BERNARD
16201 S.W. 95 AVENUE
STE.# 109
MIAMI FL 33157
(303) 251-4591

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