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ACCOUNT NO. : 072100000032

REFERENCE : 342228 4312129

AUTHORIZATION :

COST LIMIT : \$ 122.50 *Patricia Pujut*

ORDER DATE : April 24, 1997

ORDER TIME : 10:02 AM

ORDER NO. : 342228-005

CUSTOMER NO: 4312129

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CUSTOMER: Ms. Hazel Gianatiempo  
DICKENSON MURDOCH REX & SLOAN,  
CHARTERED  
Suite 410  
980 North Federal Highway  
Boca Raton, FL 33432

DOMESTIC FILING

NAME: FLOODWATCH, INC.

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: Daniel W Leggett

EXAMINER'S INITIALS:

APR 24 1997  
FBI  
REC'D

APR 24 1997  
FBI  
REC'D

84 APR 24 1997

**FILED**  
97 APR 24 PM 1:55  
SEAL  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
FLOODWATCH, INC.**

**ARTICLE I.**

**NAME**

The name of the corporation is:

**FLOODWATCH, INC.**

**ARTICLE II.**

**DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III.**

**PURPOSE**

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

**ARTICLE IV.**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is 2650 N.W. 23rd Way, BOCA  
RATON, FLORIDA 33431.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2650 N.W. 23RD WAY, BOCA RATON, FLORIDA 33431 and the name of the initial registered Agent of this Corporation at that address is THOMAS A. HEAD.

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have one (1) director initially.

The number of directors may be increased or decreased from time to time by the By-Laws.

The name and address of the initial director is:

THOMAS A. HEAD  
2650 N.W. 23RD WAY  
BOCA RATON, FLORIDA 33431

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7,500) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

THOMAS A. HEAD  
2650 N.W. 23RD WAY  
BOCA RATON, FLORIDA 33431

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

The Corporation shall indemnify any officer, director, employee or Agent or any former officer, director, employee or Agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

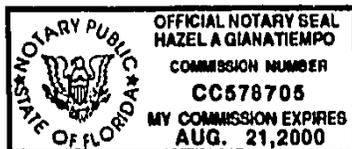
This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

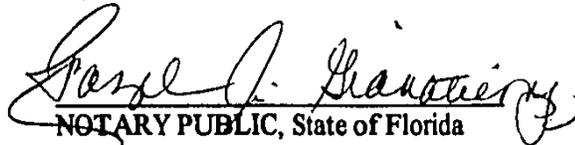
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17TH day of APRIL, 1997.

  
\_\_\_\_\_  
THOMAS A. HEAD

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 17TH day of APRIL, 1997, by THOMAS A. HEAD. He is personally known to me, or \_\_\_\_\_ produced \_\_\_\_\_ as identification.



  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
[SEAL]

Printed Name of Notary/Serial Number

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned being named as Registered Agent to accept service of process of FLOODWATCH, INC. at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date: This 17TH day of APRIL, 1997.

  
\_\_\_\_\_  
THOMAS A. HEAD

97 APR 17 11:55  
TALLAHASSEE, FLORIDA