



P970000 36836

ACCOUNT NO. : 072100000032

REFERENCE : 342228 4312129

AUTHORIZATION :

COST LIMIT : \$ 122.50

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

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

FILED
97 APR 24 PM 1:55
S.E. COUNTY CLERK
TALLAHASSEE, FLORIDA

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

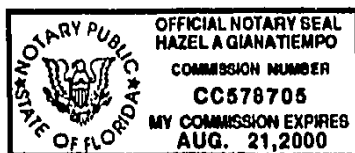
This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

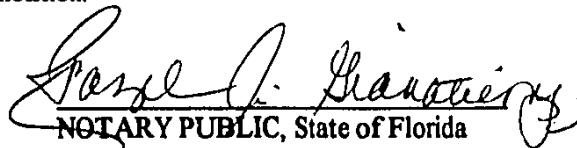
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17TH day of APRIL, 1997.


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 PM 1:55
TALLAHASSEE, FLORIDA