

SunTrust Banks, Inc.  
Mail Code 0-2103  
200 S. Orange Avenue  
Orlando, FL 32801  
Tel 407-237-4691  
Fax 407-237-4797

Lillian C. Johnson  
Corporate Officer

SUNTRUST  
P97000058788

VIA OVERNIGHT MAIL

July 2, 1997

Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

000002230390--3  
-07/03/97--01112--005  
\*\*\*\*122.50 \*\*\*\*122.50

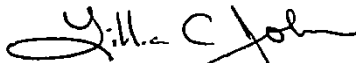
Re: SunTrust Insurance Services (Florida), Inc.

Dear Sir or Madam:

Pursuant to the provisions of Section 607, Florida Statutes, attached please find the Articles of Incorporation for SunTrust Insurance Services (Florida), Inc. Our check #001310 in the amount of \$122.50 is enclosed for the filing fee and a certificate of status.

Please contact me at (407) 237-4691 if you have questions concerning this filing. Thank you.

Very truly yours,

  
Lillian C. Johnson  
Corporate Officer

cc: G. Dickinson  
J. Holtzaple

FILED  
97 JUL -3 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Done  
7/7/97*

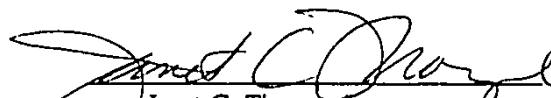
**SUNTRUST INSURANCE SERVICES (FLORIDA), INC.  
ARTICLES OF INCORPORATION**

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:


1. The name of the corporation is **SunTrust Insurance Services (Florida), Inc.**
2. The street address of the initial principal office is 1675 Lake Buena Vista Boulevard, Lake Buena Vista, Florida 32830. The mailing address is 1675 Lake Buena Vista Boulevard, Lake Buena Vista, Florida 32830.
3. The number of shares the corporation is authorized to issue is one hundred thousand (100,000) at \$1 par value.
4. The name and street address of the initial registered agent and office of this corporation is: Janet C. Thorpe, 200 S. Orange Avenue, Orlando, FL 32801
5. The name and address of the Incorporator is: Janet C. Thorpe, 200 S. Orange Avenue, Orlando, Florida 32801
6. The names and addresses of the initial directors are:

Name	Address
Michael A. Kinsey	303 Peachtree St., N.E., Suite 840, Atlanta, GA 30308
William H. Davison	120 S. Ridgewood Ave., Daytona Beach, FL 32114
R. A. Duke, Jr.	736 Market Street, Chattanooga, TN 37402
John B. Floyd	50 Hurt Plaza, Suite 1110, Atlanta GA 30303
Edward B. James, Jr.	One Park Place, N.E., Atlanta, GA 30303
Dennis M. Patterson	303 Peachtree St., N.E., Suite 840, Atlanta, GA 30308
Jimmy O. Williams	200 South Orange Ave., West Tower 6, Orlando, FL 32801
7. The effective date of these Articles of Incorporation is upon filing the Articles with the Division of Corporations.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of July 1997.

  
Janet C. Thorpe, Incorporator

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes.

  
Janet C. Thorpe, Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
97 JUL -3 AM 11:39  
FILED