

P 9 7 0 0 0 0 6 3 1 2 9

July 17, 1997

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

FILED
97 JUL 21 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: PROGRESSIVE BENEFIT SOLUTIONS INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Progressive Benefit Solutions Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Curtis S. Burnside
1653 East Alfred St., Tavares, FL 32778

000002242930--2
-07/21/97--01097--004
*****52.50 *****52.50

F. 0-10007

JUL 22 1997

ARTICLES OF INCORPORATION
OF
PROGRESSIVE BENEFIT SOLUTIONS INC.

FILED
97 JUL 21 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is Progressive Benefit Solutions Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 1653 East Alfred St., , Tavares , FL 32778.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE IV

The address of the initial registered office of the Corporation is 1653 East Alfred St., , Tavares , Florida 32778, and the name of the Corporation's initial registered agent for service of process at such address is Curtis S. Burnside.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Curtis S. Burnside, 1653 East Alfred St., Tavares, FL 32778.

IN WITNESS WHEREOF, I have hereunto set my hand this 17 day of

July, 97.



Curtis S. Burnside
1653 East Alfred St., Tavares, FL 32778

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Progressive Benefit Solutions Inc.
2. The name of the registered agent and office is:

Curtis S. Burnside
1653 East Alfred St., , Tavares , Florida 32778

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE _____

FILED
97 JUL 21 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA