



THE UNITED STATES
CORPORATION
COMPANY

P970000 64181

ACCOUNT NO. : 072100000032

REFERENCE : 473283 80562A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 24, 1997

ORDER TIME : 9:23 AM

ORDER NO. : 473283-005

CUSTOMER NO: 80562A

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****122.50 ****122.50

CUSTOMER: Norman L. Paxton, Jr., Esq.
PAXTON & WILLIAMS

606 Boston Avenue
Fort Pierce, FL 34950

DOMESTIC FILING

NAME: BRUTON & ASSOCIATES, 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: Kim Clemons

EXAMINER'S INITIALS:

RECEIVED
TALLAHASSEE, FLORIDA

97 JUL 24 PM 1:59

97 JUL 24 PM 10:50
RECEIVED

SN JUL 24 1997

**ARTICLES OF INCORPORATION
OF
BRUTON & ASSOCIATES, INC.**

FILED
97 JUL 24 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

NAME

The name of the corporation is Bruton & Associates, Inc.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV

AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind, or series of stock in this corporation that may from time to time be issued (whether or not

presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms, and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VI

PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be 583 N.W. Monica Street, Port St. Lucie, Florida 34983.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 583 N.W. Monica Street, Port St. Lucie, Florida 34983, and the name of the corporation's initial registered agent at that address is Bethanne M. Smith.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director are:

NAME

Roy T. Bruton, III

ADDRESS

583 N.W. Monica Street
Port St. Lucie, Florida 34983

ARTICLE IX
INCORPORATOR

The name and street address of the Incorporator signing these Articles of Incorporation are:

NAME

Roy T. Bruton, III

ADDRESS

583 N.W. Monica Street
Port St. Lucie, Florida 34983

ARTICLE X
AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 23rd day of July, 1997.


ROY T. BRUTON, III
Incorporator

FILED
97 JUL 24 11:59
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in these Articles, 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.

Date: July 23, 1997


BETHANNE M. SMITH
Registered Agent