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98 APR -5 AM

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

4-1-98

April 1, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Incorporation

000003472120

03 APR 1998 10:59 AM

Enclosed is an original and one copy of the Articles of Incorporation for

Stanley / Dean Agency, Inc.

A check in the amount of \$70.00 is enclosed to cover the filing fee.

Sincerely,

Jim Stanley

Paul Stanley

22 Seminole Rd
Atlantic Beach FL
32233

APR 7 1998

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
APR 7 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 1, 1998

KIM STANLEY
22 SEMINOLE RD
ATLANTIC BEACH, FL 32233

SUBJECT: STANLEY/DEAN AGENCY
Ref. Number: W98000007197

We have received your document for STANLEY/DEAN AGENCY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please list only one registered agent.

A corporation may not act as its own incorporator. Please designate an individual, another active domestic or foreign corporation, with a street address.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 298A00017338

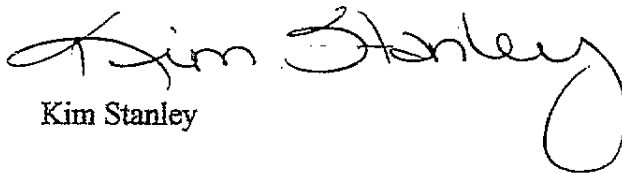
April 3, 1998

Florida Department of State
Re: 298A00017338

Enclosed are incorporation papers for Stanley/Dean Agency, Inc. Our office phone number: (904)247-6752; fax: (904)247-4570.

Thank you for all your help!

Sincerely,


Kim Stanley

ARTICLES OF INCORPORATION
OF

FILED

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Principal Office

Section 1.1 Name. The name of the corporation is Stanley / Dean Agency, Inc

Section 1.2. Principal Office. The street address and mailing address of the principal office of the corporation is 22 Seminole Road Atlantic Beach FL 32233

ARTICLE II

Duration

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five business days, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

EFFECTIVE DATE
4-1-98

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of (\$ / .) per share.

Section 4.2. Restrictions on Transfer of Stock. The shareholder may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

Section 4.3. Approval of Shareholders Required for Merger. The approval of a majority of the shareholders of this corporation to any plan or merger or consolidation shall be required in every case whether or not such approval is required by law.

ARTICLE V

Initial Registered Office; Resident Agent

Section 5.1. Office Address. The street address and the mailing address of the initial registered office of this corporation is 22 Seminole Road Atlantic Beach FL 32233

Section 5.2. Resident Agent. The name of the initial resident agent of this corporation at the address set forth in Section 5.1 is Paula Drake - Dean

Paula Drake - Dean

ARTICLE VI

Directors

Section 6.1. Number. This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2. Initial Directors. The names and mailing addresses of the members of the first board of directors of the corporation are:

Kim B. Stanley - Vice President
Paula Drake Dean - President

Section 6.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 6.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VII

Bylaws

Section 7.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provided that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE VIII

Incorporator

Section 8.1. Name and Address. The name and street address of the incorporator of this corporation is:

Brett Roach
410 S. 1st St
Jacksonville Beach, FL 32250

ARTICLE IX

Amendment

Section 9.1. Amendment. This corporation reserves that right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the Incorporator has executed these Articles this 1 day of April, 1998.

Brett Roach

CERTIFICATE DESIGNATING REGISTERED OFFICE
AND RESIDENT AGENT
FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Florida Statutes 48.091 and 607.0501, the following is submitted:

Stanley/Dean Agency, Inc. desiring to organize or qualify under the laws of the State of
Florida, hereby designates Paula Drake-Dean as its resident agent to accept service of
process within the State of Florida and the address of the registered office shall be
22 Seminole Road
Atlantic Beach FL 32233

By

Paula Drake Dean
President

Date

April 1, 1998

Having been named to accept service of acceptance for the above stated corporation, at the
place designed in this certified, I hereby agree to act in this capacity, and I further state that I am
familiar with and accept the obligations provided for in Florida Statutes 607.0505 and other relative to the
proper and complete performance of my duties.

Paula Drake Dean

Date:

April 1, 1998

FILED
98 APR -6 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA