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KING & SAPP

Attorneys at Law

AN ASSOCIATION OF PROFESSIONAL CORPORATIONS

O'GIVEN L. KING & ASSOCIATES, P.A.
Licensed in FL & MS

R. J. DIAZ
Licensed in FL

DAVID A. SAPP, P.A.
Licensed in FL, CO & NC

May 14, 1998

Florida Secretary of State
Post Office Box 6327
Tallahassee, Florida 23214

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RE: Articles of Incorporation for:

**Whitman-Shelton Insurance Services, Inc.
Partnership Marketing Realty, Inc.**

Dear Sir/Madam:

Enclosed, please find the original and one copy of the Articles of Incorporation with reference to the above corporations. Please file the original with your office and return one certified copy to my office at your earliest convenience.

Also included are two checks in the amount of \$122.50 which includes \$35.00 filing fee for profit corporations; \$35.00 certificate designating resident agent; and \$52.50 for certified copies of the Articles of Incorporation.

If there are any questions, please contact our office.

Very truly yours,



Lisa M. Callaghan
Legal Assistant to:
David A. Sapp

:lmc
Enclosure (s)

APPROVED
AND
FILED
98 MAY 15 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAY 19 1998

APPROVED
AND
FILED

ARTICLES OF INCORPORATION 98 MAY 15 AM 8:45

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PARTNERSHIP MARKETING REALTY, INC.,

The undersigned, acting as Incorporator of a Florida Corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the corporation, **PARTNERSHIP MARKETING REALTY, INC.,** and the principal place of business and mailing address is 139 East Burgess Road, Pensacola, Florida 32503.

ARTICLE II
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1000) shares of One Cent (\$0.01) par value common stock.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial Registered Agent of the Corporation is Jerry W. Shelton, 139 East Burgess Road, Pensacola, Florida 32503.

ARTICLE V
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and until his successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Jerry W. Shelton	139 East Burgess Road Pensacola, Florida 32503

ARTICLE VI
INCORPORATORS

The name and address of the person signing these articles is Jerry W. Shelton, 139 East Burgess Road, Pensacola, Florida, 32503.

IN WITNESS WHEREOF the undersigned has executed these Articles of Incorporation this _____ day of May, 1998.



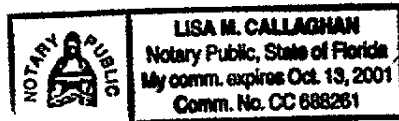
JERRY W. SHELTON

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared JERRY W. SHELTON, known by me personally to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me under oath that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 14th day of May, 1998.



Lisa M Callaghan
Notary Public - State of Florida
My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, JERRY W. SHELTON, hereby accept the appointment as registered agent for
PATNERSHIP MARKETING REALTY, INC., as set forth in its Articles of Incorporation being
filed herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 14th day
of May, 1998.

Jerry W. Shelton
JERRY W. SHELTON

APPROVED
AND
FILED
98 MAY 15 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA