

P98000048853

LAW OFFICES OF
OBERDORFER & BARRY, P.A.

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E. CHARLES OBERDORFER
JOHN G. BARRY, III

May 27, 1998

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32301

Re: Ponte Vedra Insurance Group, Inc.

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-05/29/98--01078--009
****122.50 ****122.50

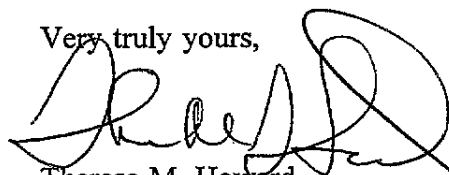
Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation of Ponte Vedra Insurance Group, Inc. I also enclose a designation of registered agent and our check in the amount of \$122.50 to cover the following:

\$ 35.00	Filing fee
52.50	Certified copy of Articles
35.00	Designation of registered agent

Please return the certified copy of the Articles of Incorporation to this office. If you have any questions, please do not hesitate to call this office.

Very truly yours,


Therese M. Howard,
Secretary to John G. Barry, III

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAY 29 AM 8:57

/tmh
enclosures

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**ARTICLES OF INCORPORATION
OF
PONTE VEDRA INSURANCE GROUP, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 29 AM 8:57

Article I - Name

The name of this corporation shall be:

PONTE VEDRA INSURANCE GROUP, INC.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 100 shares of Ten Dollar (\$10.00) par value common stock.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **103 La Pasada Circle North, Ponte Vedra Beach, Florida 32082**, and the name of the initial registered agent of this corporation at that address is **TIMOTHY P. HOFMANN**.

Article VI - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Timothy P. Hofmann
103 La Pasada Circle North
Ponte Vedra Beach, Florida 32082.

Article VII - Initial Officers

The initial officers of this corporation are:

Timothy P. Hofmann, President and Secretary

Article VIII - Incorporator

The name and address of the person signing these articles is:

Timothy P. Hofmann
103 La Pasada Circle North
Ponte Vedra Beach, Florida 32082

Article IV - Amendment

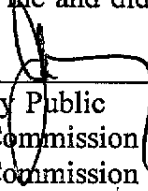
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation:

Dated this 26 day of ^{May}~~April~~, 1998.


TIMOTHY P. HOFMANN, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 26 day of ^{May}~~April~~, 1998, by TIMOTHY P. HOFMANN, who is personally known to me and did not take an oath.


Notary Public
My Commission Expires:
My Commission No.:



JOHN G. BARRY
Notary Public, State of Florida
My Comm. Exp. Oct. 27, 1998
Comm. No. CC 412852

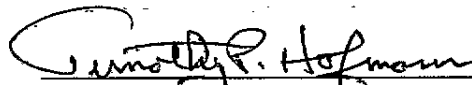
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

PONTE VEDRA INSURANCE GROUP, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 103 La Pasada Circle North, Ponte Vedra Beach, Florida 32082, has named Timothy P. Hofmann, 103 La Pasada Circle North, Ponte Vedra Beach, Florida 32082, as its agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


TIMOTHY P. HOFMANN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 29 AM 8:57