

P98000071432



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 928754 7162354

AUTHORIZATION :

Patricia Pigitt

COST LIMIT : \$ 70.00

ORDER DATE : August 14, 1998

ORDER TIME : 4:13 PM

ORDER NO. : 928754-015

300002616889--9

CUSTOMER NO: 7162354

CUSTOMER: Mr. Scott M. Baughan
JOHNSON, BUSSEY AND
BAUGHAN, P.A.
1290 Federal Highway

Rockledge, FL 32955

DOMESTIC FILING

NAME: HBH INSURANCE GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 14 AM 9:33

RECEIVED
98 AUG 14 PM 4:16
DIVISION OF CORPORATION

J 8/17/98

ARTICLES OF INCORPORATION

OF

HBH INSURANCE GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 14 AM 9:34

ARTICLE I - NAME

The name of this corporation is HBH Insurance Group, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1290 Federal Highway, Rockledge, Florida, 32955, and the name of the initial registered agent of this corporation at that address is SCOTT MASON BAUGHAN, ESQUIRE.

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
SCOTT MASON BAUGHAN	1290 Federal Highway Rockledge, FL 32955

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV - PRINCIPAL OFFICE

The principal office address and mailing address of this corporation shall be: 224 Forrest Avenue, Cocoa, Florida 32922.

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 12th day of August, 1998.

A handwritten signature in black ink, appearing to be 'SMB', written over a horizontal line.

SCOTT MASON BAUGHAN, INCORPORATOR

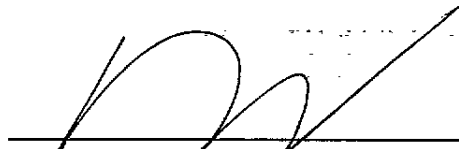
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 14 AM 9:34

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: FIRST that HBH Insurance Group, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Cocoa, County of Brevard, State of Florida, has named SCOTT MASON BAUGHAN, ESQUIRE located at 1290 Federal Highway, Rockledge, Florida, 32955 as its agent to accept service of process within this 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.


_____(S)
SCOTT MASON BAUGHAN, ESQUIRE