

P98000078111

Lanese + Associates, Inc.

Business Consultants

12944 Prestwick Drive

Riverview, FL 33569

813 671-4776

FAX 671-2607

August 31, 1998

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

RE: A. J. Altieri Adjusters, Inc.

800002632968--2
-09/04/98--01127--015
***122.50 ***122.50

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation and Registered Agent Certificate for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 for the filing fee.

Please return the certified copy to:

Lanese + Associates, Inc.
12944 Prestwick Drive
Riverview, FL 33569

Your assistance is greatly appreciated.

Sincerely,



Nicholas Lanese, C.P.A.

NL/gal
Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 AM 10:18

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ARTICLES OF INCORPORATION

FOR

A. J. Altieri Adjusters, Inc.

ARTICLE I - NAME

The name of this Corporation shall be **A. J. Altieri Adjusters, Inc.**

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing upon the acceptance of these articles.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Two Thousand (2000) shares of \$1.00 Par Value 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 of any new stock of this Corporation of the same kind, class or series as that which is already held, shall have the right to purchase his pro rata share thereof (as nearly as may be done without assurance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this Corporation is 16570 Northdale Oaks Drive, Tampa, FL 33624 and the name of the initial Registered Agent of this Corporation at that address is Andrew J. Altieri.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial Director of this Corporation is as follows:

Andrew J. Altieri
16570 Northdale Oaks Drive
Tampa, FL 33624

ARTICLE IX - INCORPORATOR

The name and address of the person signing these

Articles is:

Andrew J. Altieri
16570 Northdale Oaks Drive
Tampa, FL 33624

ARTICLE X - 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 XI - BY-LAWS

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

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent of the law.

ARTICLE XIII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is located at :

16570 Northdale Oaks Drive
Tampa, FL 33624

IN WITNESS WHEREOF, the undersigned have executed these
Articles of Incorporation on this 29 day of

August, 1998

Director Andrew J. Altman Date 8/29/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 AM 10:18

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 of the Florida Statutes, the following is submitted in compliance with said Act:

First: **Andrew J. Altieri** desiring to organize as indicated in the Articles of Incorporation in the City of Tampa, County of Hillsborough, State of Florida, has named Andrew J. Altieri whose business office is located at 16570 Northdale Oaks Drive, Tampa, FL 33624 as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

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 provision of said Act relative to keeping open said office.

Andrew J. Altieri
Registered Agent

August 29, 1998
Date