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TRICKEL & LEIGH, P.A.
ATTORNEYS AT LAW

WILLIAM TRICKEL, JR. (1937-1996)
RICHARD A. LEIGH *

*CERTIFIED CIRCUIT CIVIL MEDIATOR

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WINTER PARK, FLORIDA 32789-2165
(407) 629-5144
FAX (407) 629-5159

November 19, 1998

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-11/23/98--01130--003
122.50 **78.75

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 NOV 23 PM 12:27

Re: WARREN FOLEY INSURANCE, INC.

Gentlemen:

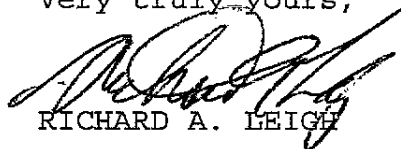
I enclose herewith an original and one copy of the Articles of Incorporation for WARREN FOLEY INSURANCE, INC., together with our check in the amount of \$122.50 to cover the following:

1. Filing Articles of Incorporation	\$35.00
2. Certified copy of Articles of Incorporation	52.50
3. Registered Agent Fee	<u>35.00</u>
	\$122.50

Please return the certified copy of the Articles of Incorporation to the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,


RICHARD A. LEIGH

RAL/co
Enclosures
cc: Mr. Warren Foley

D. BROWN NOV 30 1998

ARTICLES OF INCORPORATION
OF
WARREN FOLEY INSURANCE, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I. NAME

The name of this corporation is WARREN FOLEY INSURANCE, INC.

ARTICLE II. PURPOSE

This corporation is organized for general corporate purposes, and for the purpose of transacting any or all lawful business.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1000) shares of common stock having no par value, which shall be designated "Common Stock".

ARTICLE IV. PREEMPTIVE RIGHTS

If the corporation shall offer for sale any shares of stock of the corporation, each shareholder owning shares of stock of the corporation of the same kind, class or series as that which being offered for sale, 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 V. PRINCIPAL PLACE OF BUSINESS AND NAME AND

ADDRESS OF RESIDENT AGENT

The street address of the principal place of business of this corporation shall be: 5385 CONROY ROAD, SUITE 102, ORLANDO, FL 32811, and the name and address of the Resident Agent for service of process shall be RICHARD A. LEIGH, 1801 LEE ROAD, SUITE 360, WINTER PARK, FL 32789.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws. The name and address of the initial Directors of this corporation are:

WARREN L. FOLEY
5385 CONROY ROAD, SUITE 102
ORLANDO, FL 32811

LISA FOLEY
5385 CONROY ROAD, SUITE 102
ORLANDO, FL 32811

ARTICLE VII. INCORPORATORS

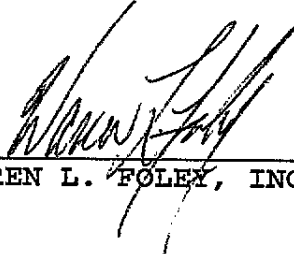
The name and address of the person signing these Articles are:

WARREN L. FOLEY
5385 CONROY ROAD, SUITE 102
ORLANDO, FL 32811

ARTICLE VIII. COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the filing of the Articles of Incorporation by the Secretary of State and the existence shall be perpetual.

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



WARREN L. FOLEY, INCORPORATOR

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared WARREN L. FOLEY, known to me or who provided _____ as identification and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the said Articles of Incorporation.

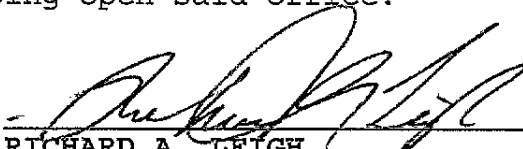
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of November, 1998.


NOTARY PUBLIC

PRINTED NAME OF NOTARY **RICHARD A. LEIGH**
MY COMMISSION EXPIRES **COMMISSION # CC 469744**
EXPIRES JUL 27, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

THE UNDERSIGNED, having been named to accept service of process of WARREN FOLEY INSURANCE, INC. at the place designated in the Articles of Incorporation of said corporation, hereby agrees to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.


RICHARD A. LEIGH
RESIDENT AGENT

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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