P98000103578

THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 061944 137473A

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 70.00

ORDER DATE : December 11, 1998

ORDER TIME : 12:42 PM

ORDER NO. : 061944-005

CUSTOMER NO: 137473A

900002710859--7

CUSTOMER: Kathryn M. Lynch, Legal Asst
HALL & RUNNELS
HALL & RUNNELS
36468 Emerald Coast Parkway
#2201
Destin, FL 32541

DOMESTIC FILING

NAME: SECURE LIFE, INC.

RECEIVED 98 DEC 11 PM 3:29 DIVISION OF CORPORATIONS

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 98 DEC 11 PM 5:56

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: Robert Maxwell

EXAMINER'S INITIALS: JG 12/11/98

EFFECTIVE DATE

12/8/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 11 PM 5:56

ARTICLES OF INCORPORATION

OF

Secure Life, INC.

The undersigned subscribers to these Articles of Incorporation, being natural person, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is Secure Life, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on 8, December, 1998.

ARTICLE III - PURPOSE

This Corporation is initially organized for the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes. This Corporation shall have all corporate powers enumerated in said Chapter 607.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 500 shares of $1 par value common stock.

ARTICLE V - 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 VI - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 1122 Sandalwood Circle, Niceville, Florida 32578.

ARTICLE VII - INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of this Corporation is Steven K. Hall, 36468 Emerald Coast Parkway, Suite 2201, Destin, Florida 32541.

ARTICLE VIII - INITIAL OFFICER

The names and addresses of the President and Secretary/Treasurer is:

Steven P. Fishman 1122 Sandalwood Circle Niceville, FL 32578	President
Virginia Anne Fishman 1122 Sandalwood Circle Niceville, FL 32578	Secretary/Treasurer

ARTICLE IX -BY-LAWS

The power to adopt, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE X - SHARES OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following persons and in the amount set opposite their names:

Steven P. Fishman and Virginia Anne Fishman, as tenants by the entirety, 1122 Sandalwood Circle Niceville, FL 32578	50 Shares

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer or shareholder or any former officer or shareholder, to the full extent permitted by law.

ARTICLE XII -AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XIII -MANAGEMENT OF CORPORATION AFFAIRS

The business of this Corporation shall be managed by its Stockholders rather than by a Board of Directors. In the management of the business of the Corporation, the act of the Stockholders representing a majority of the outstanding share of the corporation entitled to vote, represented in person or proxy, shall be the act of the Stockholders. Each Stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the Corporation entitled to vote, in person or proxy, shall constitute a quorum at any meeting of the Stockholders for the management of the business of the Corporation.

ARTICLE XIV - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this Corporation shall be issued initially as set forth in Article X. The shares held by the shareholders of this Corporation may not be resold or otherwise transferred to any other person unless first offered to the remaining shareholders of the Corporation or the Corporation. The price and terms of which, and the time within which those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 9th day of December, 1998

Steven P. Fishman

I, Steven K. Hall, hereby am familiar with and accept the duties and responsibilities as registered agent for Secure Life, Inc..

Steven K. Hall
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Steven P. Fishman, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation and said person acknowledged before me that he executed those Articles of Incorporation for the uses and purposes therein contained.

NOTARY PUBLIC
My Commission Expires:

(Seal)

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