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Erik V. Korzilius
Attorney at Law

Real Estate Law
Business Law

Title Insurance
Wills - Trusts - Estate Planning

Environmental Law
Corporate Law

Bruce P. Korzilius
Special Consultant
(Not a Member of the Florida Bar)

May 11, 1999

SENT VIA OVERNIGHT COURIER

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-05/13/99--01062--004
*****78.75 *****78.75

SUBJECT: FARLEY INSURANCE SERVICE INC.

Enclosed is an original and one (1) copy of the articles of incorporation, an original certificate designating registered agent and registered office, and a check for:

Filing Fee & Certificate - \$78.75

FROM: Thomas P. Farley
257 South Tamiami Trail
Venice, Florida 34285
(941) 480-1106

Please return the filed Articles and Certificate of Status in the overnight courier packet with the enclosed pre-addressed label.

Sincerely,

Erik V. Korzilius

Enclosures

FILED
1999 MAY 13 PM 4: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1999 MAY 13 PM 4: 21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FARLEY INSURANCE SERVICE INC.

In compliance with the requirements of *Florida Statutes* Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is FARLEY INSURANCE SERVICE INC.

ARTICLE II

The existence of the corporation shall begin upon the filing of these Articles with the Florida Department of State, Division of Corporations.

ARTICLE III

The street address of the principal office of the Corporation is 257 South Tamiami Trail, Venice, Florida 34285.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 257 South Tamiami Trail, Venice, Florida 34285. The initial registered agent for the Corporation at that address is THOMAS P. FARLEY.

ARTICLE VI

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of directors is:

Name	Address
Thomas P. Farley	257 South Tamiami Trail, Venice, Florida 34285

ARTICLE VII

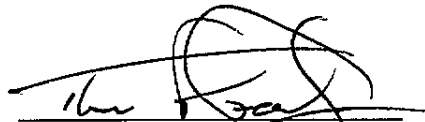
The name and street address of the person signing these articles of incorporation is:

Name	Address
Thomas P. Farley	257 South Tamiami Trail, Venice, Florida 34285

ARTICLE VIII

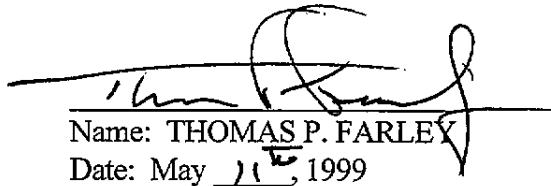
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 11th day of May, 1999.


Name: THOMAS P. FARLEY

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for FARLEY INSURANCE SERVICE INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to *Florida Statutes* §607.0501(3).


Name: THOMAS P. FARLEY
Date: May 11th, 1999

FILED
1999 MAY 13 PM 4: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA