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May 14, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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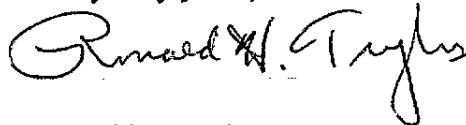
Re: Articles of Incorporation for Sun Care Insurance, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for Sun Care Insurance, Inc. and a check in the amount of \$78.75 which represents the filing fee.

Please do not hesitate to contact me if you have any question regarding this matter.

Very truly yours,



Ronald H. Trybus

RHT:dp
Enclosures
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FILED
99 MAY 17 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SUN CARE INSURANCE, INC.**

FILED
99 MAY 17 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporations Act, does hereby adopt the following Articles of Incorporation.

Article I - Name

The name of this Corporation is SUN CARE INSURANCE, INC. The principal place of business of this Corporation shall be 13525 Ironton Drive, Tampa, Florida 33626 or such other place as may be designated by the Board of Directors.

Article II - Capital Stock

The Corporation shall have the authority to issue 5,000 shares of common stock, no par value.

Article III - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 13525 Ironton Drive, Tampa, Florida 33626. The initial registered agent of this Corporation is Al Fioritta and his address is 13525 Ironton Drive, Tampa, Florida 33626.

Article IV - Incorporator

The name and address of the persons signing these Articles as the Incorporators are:

Al Fioritta
13525 Ironton Drive
Tampa, Florida 33626

Andrew Northrup
13525 Ironton Drive
Tampa, Florida 33626

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation, this 12th day of May, 1999.

Al Fioritta
Al Fioritta

Andrew Northrup
Andrew Northrup

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me this 12th day of May, 1999 by **Al Fioritta and Andrew Northrup**, who are personally known to me or who have produced a Florida Drivers License as identification and did not take an oath.

Karen R. Cabral
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:
My Commission Number:



Print/Stamp: _____
Karen R. Cabral
Commission # CC 758801
Expires July 13, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505 FLORIDA STATUTES.

Al Fioritta
Al Fioritta,
Registered Agent

FILED
MAY 17 AM 8:16
99
592-99
SECRETARY OF STATE
TALLAHASSEE, FLORIDA