

P99000069356

July 29, 1999

Office of the Secretary of State
The Capitol
Tallahassee, FL 32301

Re: POWERS INSURANCE, INC.

700002946217--6
-07/30/99--01081--009
*****70.00 *****70.00

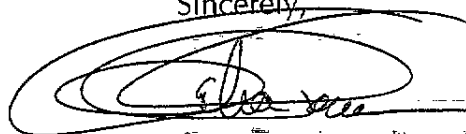
Dear Sir or Madam:

Enclosed herewith for filing please find an original and one copy of the Articles of Incorporation with regard to the above corporation.

Also enclosed is my check in the amount of \$70.00, representing \$35.00 filing fee and \$35.00 registered agent fee.

Thank you for your assistance and cooperation in this matter. Should you have any comments or questions, please feel free to contact me.

Sincerely,



Debra Powers

DP/em
enclosures

FILED
99 JUL 30 AM 8:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CB
8-5-99
10

ARTICLES OF INCORPORATION

OF

POWERS INSURANCE, INC.

FILED
99 JUL 30 AM 8:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE ONE
NAME**

The name of the corporation shall be POWERS INSURANCE, INC.

**ARTICLE TWO
REGISTERED OFFICE AND AGENT**

The location and mailing address of the Corporation's initial registered office in Florida is:

107 DR. MARTIN LUTHER KING, JR., AVENUE
SUITE 2
INVERNESS, FLORIDA 34450-4300

The initial registered agent at the registered office is:

DEBRA POWERS.

The corporation's principal office and mailing address is:

107 DR. MARTIN LUTHER KING, JR., AVENUE
SUITE 2
INVERNESS, FLORIDA 34450-4300

**ARTICLE THREE
PURPOSE**

The purpose for which the Corporation is organized shall be to engage in any activity or business permitted under the laws of the United States, of this State, and of any other lawful jurisdiction.

**ARTICLE FOUR
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE FIVE
INCORPORATOR**

The name and post office address of the incorporator is:

Name	Address
DEBRA POWERS	107 DR. MARTIN LUTHER KING, JR., AVE SUITE 2 INVERNESS, FLORIDA 34450-4300

**ARTICLE SIX
DIRECTORS**

The Board of Directors shall consist of 2 members initially. The number of directors may be increased from time to time by by-laws adopted by the stockholders, but shall never be fewer than one (1). The name and address of the Board of Directors are:

Name	Address
DEBRA POWERS President	107 DR. MARTIN LUTHER KING, JR., AVE SUITE 2 INVERNESS, FLORIDA 34450-4300
CATHERINE L. DAVIS Secretary/Treasurer	107 DR. MARTIN LUTHER KING, JR., AVE SUITE 2 INVERNESS, FLORIDA 34450-4300

**ARTICLE SEVEN
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 100, all of which shall be common shares, with par value of \$1.00 per share.

**ARTICLE EIGHT
STATED CAPITAL**

The amount of capital with which the Corporation shall begin business is \$50.00.

**ARTICLE NINE
AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 29th day of July, 1999.


DEBRA POWERS

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That POWERS INSURANCE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of Inverness, County of Citrus and State of Florida has named DEBRA POWERS as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, 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.


DEBRA POWERS
REGISTERED AGENT

7-29-99
DATE

FILED
99 JUL 30 AM 8:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Notarization of Articles of Incorporation for the Powers Insurance, Inc.

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 29th
day of July, 1999 by DEBRA POWERS, who is personally known to me or
who has produced FLDL P620 172 65 786.0 as
identification and who did take an oath.

Print: **NORA ELLEN FIELDS**

Signature: Nora Ellen Fields
Notary Public
State of Florida At Large
Commission Expires: 8 April 2001

[Seal]

