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ARTICLES OF INCORPORATION

OF

IMPERIAL SURETY COMPANY, INC.

ARTICLE ONE: The name of the corporation is:

IMPERIAL SURETY COMPANY, INC.

ARTICLE TWO: Capital Stock.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time, is: FIVE HUNDRED (500) shares of common stock having a par value of ONE DOLLAR (\$ 1.00) each.

ARTICLE THREE: Nature of Business and Powers.

The general nature of business to be transacted by this

Corporation, is to engage in any kind of business permitted under

ARTICLE FOUR: Terms of existence.

the laws of the State of Florida.

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE FIVE: Registered Agent and initial Registered Office.

The registered Agent and the street of the initial Registered

Office of this corporation in the State of Florida shall be:

CARLOS A. CASTELLON 999 S. BAYSHORE DRIVE MIAMI, FL 33133 ARTICLE SIX: Board of Directors.

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This Corporation shall have ONE (1) Director Initially. The number of Directors may be increased or diminished from time to time by bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE SEVEN: Initial Director(s).

The name(s) of the Initial Director(s) of this Corporation and addresses:

CARLOS A. CASTELLON 999 S. BAYSHORE DRIVE MIAMI, FL 33133

The person(s) named as initial Director(s) shall hold Office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified whichever occurs first.

ARTICLE EIGHT: Incorporator.

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

CARLOS A. CASTELLON 999 S. BAYSHORE DRIVE MIAMI, FL 33133 ARTICLE NINE: Officers of the Corporation.

The following person(s) have been elected officer(s) of the Corporation:

CARLOS A. CASTELLON
PRESIDENT, TREASURER & SECRETARY
999 S. BAYSHORE DRIVE
MIAMI, FL 33133

ARTICLE TEN: Address of the Corporation.

The principal office of this Corporation shall be: 6595 N.W. 36 STREET SUITE # 104, MIAMI, FL 33166.

ARTICLE ELEVEN: Amendment.

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors and approved at a Stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

In witness thereof, the undersigned, as Incorporated, has executed the forgoing Articles of Incorporation in Miami, February 15, 1995.

Incorporator

Carlos A. Castellon

STATE OF FLORIDA COUNTY OF DADE

Before me, a Notary Public, personally appeared Carlos A. Castellon who identify himself with Passport of Nicaragua # D006352, described as the Incorporator and acknowledge before me that she subscribed to these Articles of Incorporation.

Miami, February 15, 1995

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COMMISSION HANDER
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MY COMMISSION EXP.
OFFICIAL NOTARY SEAL
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Notary Public

State of Florida at Large

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with section 48.091, Florida Statutes, the following is submitted:

That IMPERIAL SURETY COMPANY, INC.

desiring to organize under the laws of the State of Florida with its principal office of Incorporation at: 6595 N.W. 36 STREET, SUITE # 104, MIAMI, FL 33166, has appointed CARLOS A. CASTELLON, 999 S. BAYSHORE DRIVE, MIAMI, FL 33133, County of Dade, State of Florida, as its agent to accept services of process within the State of Florida.

Acknowledgement:

Having been named to accept services of process for the above named Corporation at the place designated in this certificate, the undersigned agrees to comply with the provisions of Florida Law relative to keep the designated office open.

Carlos A. Castellon Agent