

F96000002276

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Insurance Mass Marketing Systems, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

300001811508
-05/07/96--01110--004
*****70.00 *****70.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jean Robertson
(Name of Person)
Insurance Mass Marketing Systems, Inc.
(Firm/Company)
14673 Midway Road, Suite 220
(Address)
Dallas, Texas 75244
(City/State/Zip)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -6 PM 12:29

mtm

Should you need to call someone concerning this matter, please call:

Jean Robertson at (214) 458-2833 Ext. #224
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Insurance Mass Marketing Systems, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Texas
(State or country under the law of which it is incorporated)
3. 75-2370726
(FEI number, if applicable)
4. December 1984
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 617.155, F.S.))
7. 14673 Midway Road, Suite 220
Dallas, Texas 75244


(Current mailing address)
8. Stop Loss Insurance
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Gregor R. H. Gregory

Office Address: 7901 S.W. 36th Street, Suite 100

Davie, Florida, 33328
(Zip Code)
10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Robert T. Heusinkveld

Address: 14673 Midway Road, Suite 220, Dallas, Texas 75244

Vice Chairman: None

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Robert T. Heusinkveld

Address: 14673 Midway Road, Suite 220

Dallas, Texas 75244

Vice President: None

Address: _____

Secretary: Robert T. Heusinkveld

Address: 14673 Midway Road, Suite 220

Dallas, Texas 75244

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

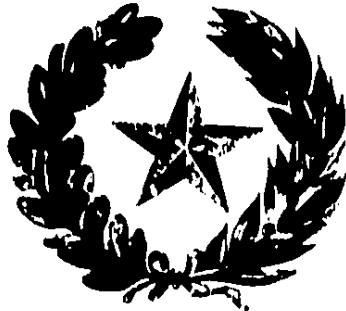
13. RT Heusinkveld

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert T. Heusinkveld

(Typed or printed name and capacity of person signing application)

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The State of Texas

SECRETARY OF STATE

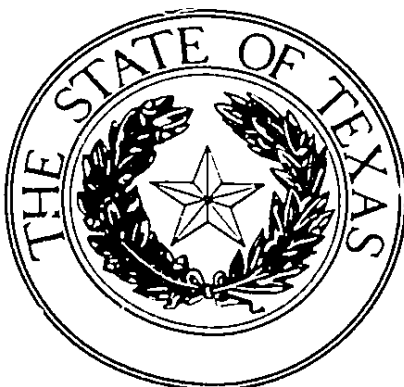
IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

INSURANCE MASS MARKETING SYSTEMS, INC.
CHARTER# 1186096

were filed in this office and a certificate of incorporation was issued on
MARCH 18, 1991;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on April 17, 1996.*

1087.

Antonio O. Garza, Jr.
Secretary of State

BAM