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Division of Corporations
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

PROFESSIONAL INSURANCE ENTERPRISES, L.C.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION OF
Professional Insurance Enterprises, L.C.**

The undersigned hereby subscribe these Articles of Organization for the purposes of organizing a limited liability company under the laws of the State of Florida.

**I.
NAME**

The name of the Limited Liability Company is Professional Insurance Enterprises, L.C. (the "Company")

**II.
TERM OF EXISTENCE**

The Company is to exist for a term commencing on the date these Articles of Organization are filed with the Secretary of State of Florida and ending on January 31, 2049 unless sooner dissolved in accordance with the laws of the State of Florida.

**III.
NATURE OF BUSINESS**

The Company is being formed to conduct any and all business activities permitted by the Florida Limited Liability Company Act, for a limited liability company.

**IV.
PRINCIPAL OFFICE**

The mailing and street address of this Company's principal office shall be 18350 N.W. 2nd Avenue, Suite 400, Miami, Florida 33169.

**V.
REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent of this Company shall be Juan T. O'Naghten, whose business address is Suite 200, Grand Bay Plaza, 2665 South Bayshore Drive, Miami, Florida 33133, which shall be the registered office of this Limited Liability Company.

Prepared By:
Juan T. O'Naghten
Fla. Bar No.: 305774
Suite 1100
2665 South Bayshore Drive
Miami, Florida 33133

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VI.
ADDITIONAL MEMBERS

Additional members of this Company shall be admitted upon unanimous consent of the members.

VII.
CONTINUATION OF BUSINESS

The members of this Company shall have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

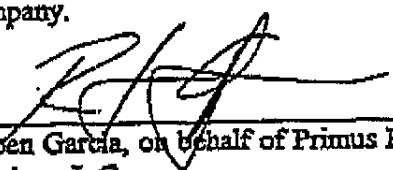
VIII.
MANAGEMENT BY BOARD OF MANAGERS

This Company shall be managed by a board of managers, who shall be appointed as provided in the Regulations. The initial members of the Board of Managers and their addresses, who shall serve until the first annual meeting of the members of the Company or until their successors are elected and qualify are as follows:

Ruben Garcia, on behalf of
Primus Physician Services, L.C.
18350 N.W. 2nd Avenue
Suite 400
Miami, Florida 33169

IX.
REGULATIONS

The affairs of this Company shall be governed by its Regulations to the extent they are not inconsistent with law or these Articles of Organization. The power to adopt, alter, amend or repeal Regulations shall be vested in the members of this Company. Any amendment to the Regulations must be by a unanimous vote of the members of the Company.


Ruben Garcia, on behalf of Primus Physician
Services, L.C.

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STATEMENT OF ACCEPTANCE
OF
REGISTERED AGENT OF
PROFESSIONAL INSURANCE ENTERPRISES, L.C.

In accordance with the Florida Limited Liability Company Act, sections 608.407(1)(d) and 608.415(2), the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that Suite 200 Grand Bay Plaza, 2665 South Bayshore Drive, Miami, Florida 33133 is the business office address of the registered agent, which will be the registered office of the limited liability company for the service of process.

Date: FEB. 4, 1999



Juan T. O'Naghten

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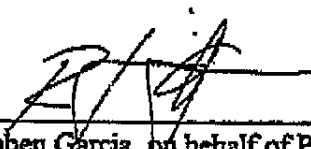
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AFFIDAVIT

STATE OF FLORIDA)
)
 COUNTY OF MIAMI DADE)

BEFORE ME, the undersigned authority, personally appeared Ruben Garcia, as authorized representative of Primus Physician Services, L.C., the sole member of this limited liability corporation, who, after being duly sworn, deposes and says:

1. He is an authorized authority of Primus Physician Services, L.C., sole member of Professional Insurance Enterprises, L.C. (the "Company"), on whose behalf he gives this affidavit.
2. The Company has at least one member.
3. The total amount of capital contributed to date by the members of the Company is \$100.00.
4. The total amount of capital anticipated to be contributed by the Members of the Company is \$100.00.


 Ruben Garcia, on behalf of Primus Physician Services, L.C.

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The foregoing affidavit was acknowledged before me this Feb. 4, 1999
 by Ruben Garcia, on behalf of Primus Physician Services, L.C., the sole member of Professional Insurance Enterprises, L.C., limited liability company organized under the laws of the State of Florida. He is personally known to me or has produced _____
 as identification and did take an oath.



Name:

Title:

Commission No:

OFFICIAL NOTARY SEAL
 LISETTE PERNA
 NOTARY PUBLIC STATE OF FLORIDA
 COMMISSION NO. CC669823
 MY COMMISSION EXPR. AUG. 6, 2001

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