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ADORNO ZEDER-

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FLORIDA DIVISION OF CORPORATIONS

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FROM: ADORNO & ZEDER, P.A.  
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CONTACT: JUSTIN T WILSON

PHONE: (305) 860-7098

FAX #:

NAME: IDR STATISTICAL SERVICES, INC.

AUDIT NUMBER.....H96000017544

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 6

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Fax Audit No. H96000017544

**ARTICLES OF INCORPORATION  
OF  
IOR STATISTICAL SERVICES, INC.  
(a corporation not for profit)**

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The undersigned Incorporator signs and delivers these Articles of Incorporation in order to form a corporation not for profit under the laws of the State of Florida.

1. **NAME.**

The name of this corporation is  
IOR STATISTICAL SERVICES, INC.

2. **PURPOSES.**

(a) This corporation is organized and shall operate exclusively for charitable, religious, educational, literary, scientific and other purposes that are exempt purposes described in Section 501(c)(3), 501(c)(4) or 501(c)(6) of the Internal Revenue Code of 1986, as amended, as the case may be. This corporation may engage in only such activities as are permitted under the laws of the State of Florida and the United States of America, which shall constitute activities in furtherance of such exempt purposes. In furtherance of such purposes, this corporation may promote, establish, conduct and maintain activities on its own behalf, and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on exempt activities.

(b) As a means and incidental to accomplishing the purposes for which this corporation is being organized, it shall have the following powers:

(1) To accept, acquire, receive and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, or otherwise, for any of its objects and

Lori A. Lovgren, Esq.  
Adorno & Zeder, P.A.  
Florida Bar No. 908827  
888 S.E. 3rd Avenue, Suite 500  
Fort Lauderdale, FL 33316

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purposes, any property, both real and personal, of whatever nature or description and wherever situated; and

(ii) To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the corporation may require; and

(iii) To borrow money and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgages, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the corporation, wheresoever situated; and

(iv) To invest or reinvest its funds in such stocks, bonds, debentures, mortgages or other investments or securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift; and

(v) To collect statistical data from insurance writers as required by statute; and

(vi) In general, to exercise such other powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by law.

(c) Notwithstanding anything herein to the contrary, this corporation may exercise any and all (but no other) powers in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3), 501(c)(4) or 501(c)(6) of the Internal Revenue Code of 1986, as amended, and its Regulations as the same now exist, or as they may be hereafter amended from time to time, as the case may be.

(d) No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any member, director or officer of the corporation or any other private individual in such a fashion as to constitute an application of

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funds not within the purpose of exempt organizations described in Section 501(c)(3), 501(c)(4) or 501(c)(6) of the Internal Revenue Code of 1986, as amended, as the case may be. However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

(e) No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, or of participating in, or intervening in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

(f) In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, no member, director or officer shall be entitled to any distribution or division of the corporation's property or proceeds therefrom, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, as provided by law, exclusively to an organization or organizations which themselves are exempt organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended (or corresponding sections of any prior or future law), or to the federal, state or local government for exclusively public purposes.

3. TERM OF EXISTENCE.

This corporation shall exist perpetually.

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**4. ADDRESS.**

The street address of the initial principal office, primary place of business and mailing address of the corporation is 888 SE Third Avenue, Suite 500, Fort Lauderdale, Florida 33335-9002

**5. DIRECTORS.**

This corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time in accordance with the Bylaws, but shall never be less than three (3).

The names and addresses of the members of the first Board of Directors who shall serve until their successors are elected are:

James Beedie,  
Chairman

310 South Michigan Street  
Chicago, Illinois 60604

Martha Wilkie Murray,  
Vice Chairman

1650 Market Street  
Suite 3400, 1 Liberty Place  
Philadelphia, PA 19103

Douglas Reichert

1133 21st Street NW, Suite 600  
Washington, DC 20036

Kristine Bean

310 South Michigan Street  
Chicago, Illinois 60604

Successors shall be elected pursuant to the Bylaws of the corporation.

**6. OFFICERS**

This corporation shall have five (5) officers initially. The number of officers may be increased or diminished from time to time in accordance with the Bylaws. The names and addresses of the individuals who shall serve as officers of the corporation until their successors are chosen pursuant to the Bylaws are:

Michael J. Camilleri,  
President

888 SE 3rd Ave, Suite 500  
Ft. Lauderdale, FL 33335

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Douglas Reichert,  
Chief Executive Officer

1133 21st Street NW, Suite 600  
Washington, DC 20036

Kristine Boan,  
Executive Vice President

310 South Michigan Street  
Chicago, Illinois 60604

Timothy Kingsbury,  
VP, CFO, and Treasurer

310 South Michigan Street  
Chicago, Illinois 60604

Marvin Tenenbaum,  
VP, General Counsel and  
Secretary

310 South Michigan Street  
Chicago, Illinois 60604

7. NAME AND ADDRESS OF INCORPORATOR.

The name and address of the Incorporator is Lori A. Lovgren,  
888 SE 1rd Avenue, Suite 500, Ft. Lauderdale, Florida 33335.

8. NAME AND OFFICE OF REGISTERED AGENT.

The street address of this corporation's initial registered  
office and the name of this corporation's initial registered agent  
at such address is Lori A. Lovgren, 888 SE 1rd Avenue, Suite 500,  
Ft. Lauderdale, Florida 33335.

IN WITNESS WHEREOF, the undersigned has subscribed to these  
Articles of Incorporation at Fort Lauderdale, Florida, this 13th  
day of December, 1996.

  
Lori A. Lovgren, Incorporator

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SENT BY:

12-13-96 : 3:27PM :

ADORNO ZEDER-

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**CERTIFICATE DESIGNATING OFFICE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, AND  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

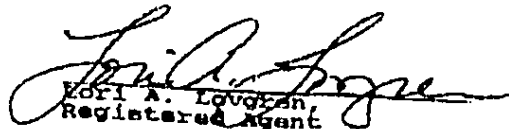
Pursuant to Section 617.0202 and Section 617.0501, Florida Statutes, the following is submitted, in compliance with the Florida Not For Profit Corporation Act.

IDR STATISTICAL SERVICES, INC., desiring to organize under the laws of the State of Florida, with its principal office at 888 SE 3rd Avenue, Suite 500, Ft. Lauderdale, Florida 33335, has named Lori A. Lovgren, 888 SE 3rd Avenue, Suite 500, Ft. Lauderdale, Florida 33335, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been appointed to accept service of process for the above stated corporation, at the place designated in this certificate, Lori A. Lovgren hereby states that she is familiar with, and accepts, the obligations of such appointment.

Date: December 13, 1996.

  
Lori A. Lovgren  
Registered Agent

3-20-87M DU/CMH

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