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2833 REMINGTON GREEN CIRCLE
(CAPITAL CIRCLE NORTHEAST)

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HTTP://WWW.GSMH.COM

* ALSO ADMITTED IN GEORGIA

December 30, 1997

VIA HAND DELIVERY

The Honorable Sandra Mortham
Secretary of State of Florida
The Capitol, PL-2
Tallahassee, FL 32399-0250

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Dear Ms. Mortham:

Please accept the enclosed Articles of Incorporation of the Florida Insurance Forum, Inc. for filing. Also, please provide us with a certified copy of these articles. Enclosed is a check in the amount of \$122.50 to cover the basic filing fee and the fee for the certified copy.

Please call us at 385-3800 when the certified copy has been prepared and we will send a runner over to pick it up.

Thank you for your assistance. Please call us with any questions.

Sincerely,

GRANGER, SANTRY, MITCHELL &
HEATH, P.A.

Elizabeth J. Maykut
Elizabeth J. Maykut

*Dmc
12/31/97*

EJM

Enclosure: Articles of Incorporation of The Florida Insurance Forum, Inc.
\$122.50 Check.

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FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
THE FLORIDA INSURANCE FORUM, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the NOT FOR PROFIT CORPORATION ACT (Fla. Code, Chapter 617), adopt the following Articles of Incorporation:

ARTICLE I.

Name

The name of the corporation is The FLORIDA INSURANCE FORUM, INC.

ARTICLE II.

Principal Place Of Business And Mailing Address

The principal place of business and mailing address of the corporation is:

P.O. Box 14129
2833 Remington Green Circle
Tallahassee, Florida 32327

ARTICLE III.

Purposes

The purposes for which the corporation is organized are: (i) to promote the lawful, fair and objective application of Florida's insurance laws by the Florida Department of Insurance; (ii) to articulate and advocate the needs and interests of the health insurance industry before the legislative, administrative, and judicial branches of local and state and governments of Florida; and (iii) to promulgate policies and conduct activities for the betterment of all those individuals and firms involved in some aspect of the health insurance industry, provided that such policies and activities are not in violation of these Articles and the corporation's Bylaws.

ARTICLE IV.

Manner Of Election Of Directors

Except for the initial Board of Directors, the Board of Directors shall be elected or appointed as provided in the Bylaws.

ARTICLE V.

Limitation Of Corporate Powers

The corporation shall have all powers provided for under Section 617.0302 except as follows:

(i) The corporation shall not possess or exercise any power or authority either expressly, by interpretation, or by operation of law that will prevent it at any time from qualifying or continuing to qualify as a corporation described in Section 501(c)(6) of the Internal Revenue Code; nor shall it engage directly or indirectly in any activity that would cause the loss of such qualifications.

(ii) The corporation shall never be operated for the purposes of carrying on a trade or business for profit.

(iii) At no time shall the corporation engage in any activities which are unlawful under the laws of the United States of America, the State of Florida, or any other jurisdiction in which the corporation may conduct business.

(iv) No compensation, loan, or other payments shall be paid to any officer, board member, creator, organizer of the corporation, or other private persons, except as reasonable compensation for services rendered and/or as a reasonable allowance for authorized expenditures incurred on behalf of the corporation; and no part of the assets or net earnings, current or cumulated of the corporation shall ever be distributed to or divided among such persons, or inure, be used for, accrue to or benefit any such person or private individual.

ARTICLE VI.

Initial Registered Agent And Street Address

The initial registered agent and its address is as follows:

CorpAmerica, Inc.
1525 South Andrews Avenue, Suite 216
Fort Lauderdale, FL 33316

ARTICLE VII.

Incorporators

The name and address of the original incorporator is as follows:

David Lack
1127 S. West Street
Alexandria, Virginia 22314

The undersigned incorporator has executed these Articles of Incorporation this 15th day of December, 1997.

Signature of Incorporator:

David E. Lack

David Lack

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

The Florida Insurance Forum Inc.

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. The name and address of the registered agent and office is:

CorpAmerica, Inc.

(NAME)

1525 South Andrews Avenue, Suite 216

(P.O. BOX OR MAIL DROP BOX NOT ACCEPTABLE)

Fort Lauderdale, FL 33316

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CorpAmerica, Inc.

By:

Rose L. Redman, Assistant Secretary
(SIGNATURE)

12/12/97
(DATE)