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A PROFESSIONAL ASSOCIATION

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June 15, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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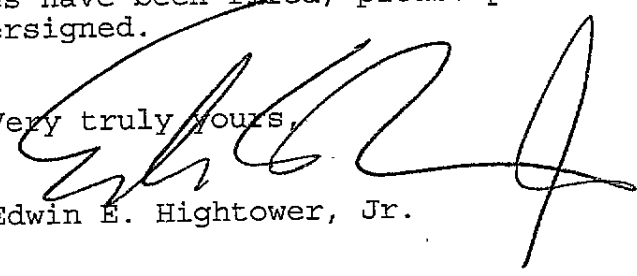
RE: Corporate Filing

Dear sir or madam:

Enclosed please find the Articles of Incorporation, Designation of Registered Agent and Acceptance of Designation of Registered Agent for the not for profit corporation, The Institute for Maritime Insurance Studies, Inc.

Attached also is a draft in the amount of \$78.75, covering the filing fees and the fees for a certified copy of the filed Articles.

Once the Articles have been filed, please provide notification of same to the undersigned.

Very truly yours,

Edwin E. Hightower, Jr.

Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/21/99

ARTICLES OF INCORPORATION

THE INSTITUTE FOR MARITIME INSURANCE STUDIES, INC.
A NONPROFIT CORPORATION

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

Article 1

NAME

The name of the Corporation is: The Institute for Maritime Insurance Studies, Inc.

Article 2

NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

Article 3

DURATION

The duration of the Corporation is perpetual.

Article 4

PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes:

1. Studying maritime insurance issues, including but not limited to, risk and casualty issues, underwriting issues, and local, national and international laws, legislation, treaties and conventions;
2. Conducting educational seminars and forums for industry professionals on maritime insurance issues;

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3. Promoting common standards and interests to improve the maritime insurance field;

4. Operation of a maritime insurance publication intended to benefit the entire maritime insurance industry;

5. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

6. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 5

LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit or be distributable to its Members, Trustees or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 (Purposes) hereof.

Article 6

MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such a manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Andy Gardner

Prentis Donegan
6 Alie Street
London, E1 8DD
Phone: 171 204-8400
Fax: 171 204-8404
agardner@prentisdonegan.co.uk

Ian Greenway

London International Group
9600 Koger Blvd., Ste #225
St. Petersburg, FL 33702
Phone: 727 578-2800
Fax: 727 578-9977
Irg@LondonGrp.com

Mark Houck
Keller & Houck
200 South Biscayne Blvd.
Suite 3460
Miami, FL 33131
Phone: 305 372-9044
Fax: 305 372-5044

Peter Lindow
Eton Management Corporation
141/142 Fenchurch Street
3rd Floor
London EC3M 6QB
Phone:
Fax:
plindow@etonman.freemove.co.uk

Gary Sweeney
American Interstate Insurance Co.
2301 HWY 190 West
DeRidder, LA 70634
Phone: 318 463-9052
Fax: 318 463-8870
gsweeney@amerisafe.com

Linda Rey
Swiss Re Atlanta
3399 Peachtree Rd. NE, Ste. #900
Atlanta, GA 30326
Phone: 404 365-2349
Fax: 404 261-0368
Linda_Rey@swissre.com

Cass Wiltberger
St. Paul Fire & Marine
100 Crescent Centre Pkwy, Ste #1000
Tucker, GA 30084
Phone: 770 492-5621
Fax: 770 492-5648
Cassandra.Wiltberger@stpaul.com

Article 7

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 9600 Koger Boulevard, Suite 225, St. Petersburg, Florida, 33702, and the name of its initial Registered Agent at that address is Mr. Ian R. Greenway.

Article 8

INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is 7. The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for ex officio and honorary Trustees, and their rights and privileges. The name and

address of each initial Trustee of the Corporation is as follows:

Andy Gardner

Prentis Donegan
6 Alie Street
London, E1 8DD
Phone: 171 204-8400
Fax: 171 204-8404
agardner@prentisdonegan.co.uk

Ian Greenway

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Fax: 404 261-0368
Linda_Rey@swissre.com

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St. Paul Fire & Marine
100 Crescent Centre Pkwy, Ste #1000
Tucker, GA 30084
Phone: 770 492-5621
Fax: 770 492-5648
Cassandra.Wiltberger@stpaul.com

Article 9

OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed in the Bylaws.

The name and address of each initial Officer of the Corporation is as follows:

President, Ian Greenway

Vice President, Mark Houck

Secretary, Cass Wiltberger

Treasurer, Cass Wiltberger

Article 10

INCORPORATOR

The name and address of each Incorporator is as follows:

Mr. Ian R. Greenway
London International Group
9600 Koger Boulevard, Suite 225
St. Petersburg, Florida 33702

Article 11

BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

Article 12

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

Article 13

INDEMNIFICATION

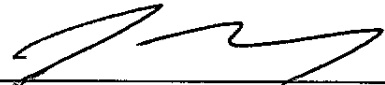
The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

Article 14

NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 3rd day of June, 1999.

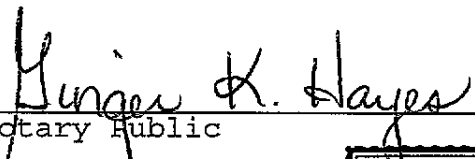

IAN R. GREENWAY

STATE OF FLORIDA

COUNTY OF Pinellas

Before me personally appeared IAN R. GREENWAY, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 3rd day of June, 1999, in the aforesaid County and State.


Notary Public

My commission expires

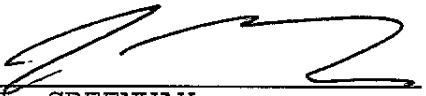


SEAL

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of THE INSTITUTE FOR MARITIME INSURANCE STUDIES, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 3rd day of June, 1999.



IAN R. GREENWAY
Registered Agent

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TALLAHASSEE, FLORIDA