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BUCHBINDER & ELEGANT

PROFESSIONAL ASSOCIATION
BANK ATLANTIC BUILDING • FOURTH FLOOR

46 SOUTHWEST FIRST STREET
MIAMI, FLORIDA 33130-1610

HARRIS J. BUCHBINDER*

IRA M. ELEGANT

STEVEN A. COLSKY

*ALSO ADMITTED IN COLORADO

TELEPHONE (305) 358-1515
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March 8, 2000

VIA FEDERAL EXPRESS

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*****78.75 *****78.75

Secretary of State
Division of Corporations
New Filing Section
409 East Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation for Risk Management Advisory Group, Inc.

Gentlemen:

Enclosed for filing please find original and one copy of Articles of Incorporation for Risk Management Advisory Group, Inc., along with a check payable to Secretary of State in the amount of \$78.75. Please return of a certified copy of the articles.

Than you for your prompt attention. If you have any questions, please call me.

Very truly yours,


STEVEN A. COLSKY

SAC:mg

Encs.

FILED
00 MAR 10 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FL 32399

3-16
WAC

ARTICLES OF INCORPORATION
OF
Risk Management Advisory Group, Inc.

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

Risk Management Advisory Group, Inc.

ARTICLE II

The address of the principal office of this corporation shall be:

10800 Biscayne Boulevard – Penthouse, Miami, Florida 33161

and the mailing address of the corporation shall be the same.

ARTICLE III

NATURE OF THE BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

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00 MAR 10 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

REGISTERED AGENT

The street address of the initial registered office of the corporation shall be:

10800 Biscayne Boulevard – Penthouse, Miami, Florida 33161

and the name of the initial registered agent of the corporation at that address is:

Nancy Ryan

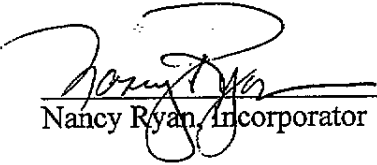
ARTICLE VI

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Nancy Ryan
10800 Biscayne Boulevard – Penthouse
Miami, Florida 33161

IN WITNESS WHEREOF, the undersigned, being the Incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Floida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 8th day of March, 2000.


Nancy Ryan, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Nancy Ryan having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Nancy Ryan, Registered Agent

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00 MAR 10 AM 9:27
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TALLAHASSEE, FLORIDA