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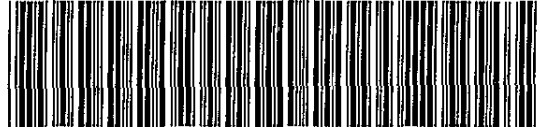
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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1801 N. Flagler Dr. #439
West Palm Beach, FL 33407
Voice: (561) 514-3582 Fax: (561) 514-3583
E-Mail: jcgwc@bellsouth.net
Mobile: (561) 352-0331

**INTERMEDIARY
CONSULTANTS GROUP**

Fax

To: **From:** Walter R. Cecchini, Jr., President

Fax: **Pages:**

Phone: **Date:**

Re **CC:**

Please find enclose the Articles
and Payment for:

Myakkae
Med Mal Insurance Administrators, Inc

Please mail the Filed Articles to
the above address

Walter R Cecchini

ARTICLES OF INCORPORATION
MedMal Insurance Administrators, Inc.

The undersigned subscribe to these Articles of MedMal Insurance Administrators, Inc., each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I- NAME

The name of this corporation is MedMal Insurance Administrators, Inc..

ARTICLE II- NATURE OF BUSINESS

- 1) The general nature of the business to be transacted by this corporation shall be to act as a insurance administrators for insurance companies, both admitted and non-admitted carriers, including but not limited to captive companies/ The administration shall specializing in the areas effecting the health professionals, including but not limited to medical malpractice, both using front carriers, reinsurance carries, policies of insurance as permitted under the applicable statutes, use of trust/escrow funds for meeting financial responsibility, and Letters of Credit (also for meeting financial responsibility). The corporation shall, as request by its clients, assess risks, establish claims reserve, billing and payment practices, investment strategies, claims investigation, claims defense and settlement/mediation.
- 2) To buy and sell stock of private companies, including but not limited to, insurance and reinsurance companies, incorporated in United States and also incorporated offshore to the United States.
- 3) To act as consultants with the medical professionals, and owners of insurance companies as well as insurance companies themselves in consulting including, but not limited to, introduction to front carriers, reinsurers, claims reserves calculation and maintenance, investment of reserve accounts, general insurance administration, claims investigation and coordination as well as claims defense coordination and investigation.
- 4) To conduct business in, have one or more office in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copy rights, trademarks and licenses in the State of Florida and in all others states, districts, territories, countries or colonies.
- 5) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.
- 6) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- 7) And in general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers concerned by the laws of Florida upon corporations

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formed under its laws and to do any or all things herein before set forth to the same extent as natural persons might or could do.

8) It is the intent of the corporation to immediately seek authorization within the state of Florida to operate as an insurance company administrator pursuant to the above numbers (1) and (3), in accordance with applicable statutes. There shall be no business as delineated within numbers (1) and (3) conducted by this corporation until such time as the state of Florida grants authorization to the company to engage in this business according to statute.

ARTICLE III- CAPITAL STOCK

The maximum number of shares of stocks that this corporation is authorized to have outstanding at any one time is: five hundred (500) share(s) of common stock with a par value of \$1.00 each.

All the aforementioned stock is to be issued as fully paid for an exempt from assessment. e capital stock may be paid for in money, property, labor, or services, at a just valuation to be fixed by the incorporators or by the Directors at a meeting called for such purpose.

ARTICLE IV- INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than Five Hundred dollars (\$500 USD).

ARTICLE V- TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI- ADDRESS

The initial post office address of this corporation in the State of Florida at 1717 N Bayshore Drive #2856, Miami, Florida, 33132. The Board of Directors may from time move the principal office to any other address.

ARTICLE OF VII- DIRECTORS

This corporation shall have Two Directors initially. The number of directors may be increased from time to time in such manner as may be prescribed by the By-Laws. The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director of Officer of the Corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such persons shall become subject by reason of his having heretofore or hereafter being a Director of Officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such Director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability as to which it shall be adjudged that such Officer or Director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing shall not exclude any other

right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between his corporation and any other corporation, and no act of this corporation shall be in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are Directors, or officers of, such other corporation, any Director individually, or any firm of which any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any Director of the corporation who is also a Director or Officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorized any such contract or transaction, with the like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

ARTICLES VIII- INITIAL DIRECTORS

The names and addresses of the first Board of Directors is :
Karen Zapetis at: 1717 N Bayshore Drive #2856 Miami Florida, 33132 V P, Secretary, Director
Walter Cecchini at: 1801 N Flagler Drive #439, West Palm Beach, Fla 33407, President, Director

ARTICLE IX- SUBSCRIBES

The name and post office address of the subscriber of these Articles of Incorporation are:
Karen Zapetis at: 1717 N Bayshore Drive #2856 Miami Florida, 33132 and
Walter Cecchini at: 1801 N Flagler Drive #439, West Palm Beach, Fla 33407

ARTICLE X- RESIDENT AGENT

The initial resident agent of this corporation and his address is: Karen Zapetis at: 1717 N Bayshore Drive #2856 Miami Florida, 33132.

ARTICLE XI- AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them and to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF the parties to these Articles of Incorporation have hereunto set their hands and seals this 25th day of June, 2003

 (Seal)
Subscriber * Karen Zapetis

State of Florida
County of Miami-Dade

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above named personally appeared to me Karen Zapetis, known to be the person described as subscriber, and who executed the foregoing Articles of Incorporation, and produced to me her Drivers license of Florida, acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and seal this 25 day of June 2003



Arlene Leal Morejon
My Commission CC960454
Expires August 13, 2004

Arlene Leal Morejon
Notary Public, My commission expires:

Walter R. Cecchini
Subscriber * **Walter Cecchini**

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TALLAHASSEE, FLORIDA

State of Florida
County of Palm Beach

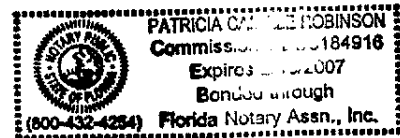
I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above named personally appeared to me Walter Cecchini, known to be the person described as subscriber and who executed the foregoing and produced to me his Drivers license of Florida, acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and seal this 10th day of July 2003

Patricia Camille Robinson
Notary Public

As Resident Agent:

Karen Zapetis
Karen Zapetis



State of Florida
County of Miami-Dade

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above named personally appeared to me Karen Zapetis, known to be the person described as resident agent and who executed the foregoing Articles of Incorporation, produced to me her Florida Drivers license and acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and seal this 25th day of June 2003

Arlene Leal Morejon
Notary Public, My Commission Expires:



Arlene Leal Morejon
My Commission CC960454
Expires August 13, 2004