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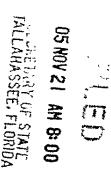
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## Law Offices of

# MICHAEL SCHIFFRIN & ASSOCIATES, P.A.

Two Datran Center - Suite 1109 9130 South Dadeland Boulevard MIAMI, FLORIDA 33156

TELEPHONE: (305) 539-0000 TELECOPIER: (305) 539-0013 E-MAIL: schifflaw@aol.com

November 18, 2005

Secretary of State Division of Corporations The Capitol Tallahassee, Florida 32301

Re: PREMIUM FINANCE GROUP, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation, along with our check in the amount of \$70.00 representing your filing fee and for the designation of Registered Agent, as well as our stamped, self-addressed envelope for you to return to the undersigned the required Certificates of Incorporation.

Of course, if you should have any questions or require anything further, please advise.

Very truly yours

MICHAEL/SCHIFFRIN & ASSOCIATES, P.A.

MICHAEL SCHIFFRIN, ESQ.

MS/ine Encl.

# ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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### ARTICLE I NAME

The name of the corporation shall be:

PREMIUM FINANCE GROUP, INC.

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LECRETARY OF STATE TALLAHASSEE, FLORIDA

### ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

c/o P. Financial, Inc.

255 Alhambra Circle, Suite 600, Coral Gables, Florida 33134

### ARTICLE III **PURPOSE**

The purpose for which the corporation is organized is:

To engage in all phases of the business of insurance and all other lawful business in which a corporation is permitted to engage in the state of Florida

### ARTICLE IV SHARES

The number of shares of stock is:

1000 at \$1.00 par value

### ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

James. M. Pfleger, President

c/o P. Financial, Inc.

255 Alhambra Circle, Suite 600

Coral Gables, Florida 33134

### ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Michael Schiffrin

9130 South Dadeland Boulevard, Suite 1109

Miami, Florida 33156

### ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

James M. Pfleger

c/o P. Financial, Inc.

255 Alhambra-Gircle, Suite 600, Coral Gables, Florida 33134

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this

certificate, I am furfiliar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent