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**FLORIDA PROFIT/NON PROFIT CORPORATION**

Actuary 4 TPAs, Inc. <sup>PLEASE NOTE EFFECTIVE</sup> <sub>DATE OF 4/16/2009</sub>

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(ARTICLE VIII)

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April 20, 2009

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FISHER, TOUSEY, LEAS & BALL

SUBJECT: ACTUARY 4 TPAS, INC.  
REF: W09000018398

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**ARTICLES OF INCORPORATION**  
**OF**  
**ACTUARY 4 TPAS, INC.**

The undersigned, desiring to form a corporation for profit (the "*Corporation*") under the laws of the State of Florida, adopts the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

The name of the Corporation is Actuary 4 TPAs, Inc.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation in Florida are located at 822 A1A North, Suite 211, Ponte Vedra Beach, Florida 32082.

**ARTICLE III**  
**CAPITAL STOCK**

(a) Authorized Shares. The total number of shares of stock that the Corporation may issue is 100,000 shares of common stock having a par value of \$0.10 per share. Each of the shares shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid and nonassessable.

(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. The Corporation elects not to have preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

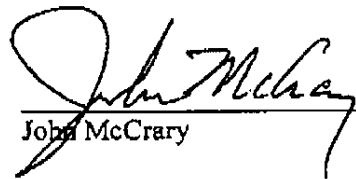


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**ARTICLE VIII  
DURATION AND COMMENCEMENT**

The Corporation shall exist perpetually. The Corporation's existence shall commence on the date these Articles of Incorporation are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, the Corporation existence shall commence upon filing by the Department of State.

**IN WITNESS WHEREOF**, these Articles of Incorporation are signed and acknowledged this 16<sup>th</sup> day of April, 2009.

  
\_\_\_\_\_  
John McCrary

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Section 607.0501, Florida Statutes, Actuary 4 TPAs, Inc., a Florida corporation (the "*Corporation*"), submits the following statement in designating the registered office/registered agent, in the State of Florida:

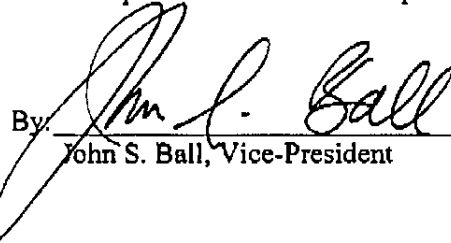
The Corporation has named Fisher, Tousey, Leas & Ball, P.A., which maintains an office at 818 North A1A, Suite 104, Ponte Vedra Beach, Florida 32082, as its registered agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named as registered agent to accept service of process for the Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as registered agent and agree to act in that capacity.

DATED: This 16<sup>th</sup> day of April, 2009.

**FISHER, TOUSEY, LEAS & BALL, P.A.,**  
a Florida professional service corporation

By:   
John S. Ball, Vice-President

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