

Law Offices of
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December 23, 1994

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Secretary of State
Corporate Division
P.O. Box 632
Tallahassee, Florida 314

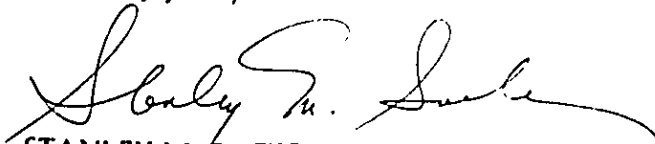
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Re: Incorporation of PREMIER INSURANCE CONSULTANTS, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above company. Also enclosed is a check payable to the Secretary of State in the amount of \$122.50. After filing, please forward a copy of the Articles of Incorporation to this office in the enclosed self-addressed stamped envelope.

Very truly yours,


STANLEY M. SACKS

SMS/kaf

Enclosure

FILED
95 JAN -4 AM 8 47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN JAN - 6 1995

**ARTICLES OF INCORPORATION
OF**

PREMIER INSURANCE CONSULTANTS, INC.

FILED
95 JAN -4 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation is: PREMIER INSURANCE CONSULTANTS, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida, specifically for selling and underwriting various insurance policies throughout the State of Florida.

ARTICLE IV

The corporation shall have the authority to issue 1000 shares of common stock, all of one class, at ONE DOLLAR (\$1.00) par value.

ARTICLE V

The address of the principal place of business of the corporation is 3321 Simms Street, Hollywood, Florida 33021; and the initial registered office of the corporation is 633 SE Third Avenue, Suite 302, Fort Lauderdale, Florida 33301; and the name of its registered agent at said address is STANLEY M. SACKS.

ARTICLE VI

The number of directors constituting its initial board of directors is ONE (1), whose

name and address is:

JOHN T. BIRCH
President/V. President/Secretary/Treasurer
3321 Simms Street
Hollywood, Florida 33021

ARTICLE VII

The name and address of the incorporator is:

JOHN T. BIRCH
3321 Simms Street
Hollywood, Florida 33021

ARTICLE VIII

Preemptive rights shall be as follows:

The shareholders shall have preemptive rights to new issues of authorized and newly authorized stock and treasury shares.


JOHN T. BIRCH

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, appeared JOHN T. BIRCH, who to me are well known to be the persons described in and who subscribed the above articles of incorporation, and they freely and voluntarily acknowledged before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Fort Lauderdale, in said County and State this 23 day of December 1994.


NOTARY PUBLIC, State of Florida

at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPI. MAY 11, 1995
BORNED THRU CENTRAL INS. UND.

P Knows Affiant Personally _____ Affiant produced I.D.

I.D. produced _____


CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida

1. The name of the corporation is: PREMIER INSURANCE CONSULTANTS, INC.
2. The name and address of the registered agent and office is:

STANLEY M. SACKS
633 SE THIRD AVENUE
SUITE 302
FORT LAUDERDALE, FLORIDA 33301

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCES OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


STANLEY M. SACKS

DATE: 12/23/94

FILED
95 JAN -6 AM 8 47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA