

P 95000036364

May 4, 1995

**FEDERAL EXPRESS**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

000001477370  
-05/05/95--01074--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

Please file the enclosed Articles of Incorporation and Acceptance of Designation of Registered Agent for RISCORP Asset Management, Inc. I have enclosed a check in the amount of \$70 to cover the filing fee for these documents.

Thank you for your attention to this matter.

Very truly yours,

*SA Edwards*

Sheryl A. Edwards,  
ASSISTANT TO G. M. MARKS

GMM/sac

Enclosures

95 MAY -5 PM 12:33  
6/5 24  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
RISCORP ASSET MANAGEMENT, INC.**

The undersigned incorporator hereby adopts these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**I  
NAME**

The name of this corporation shall be RISCORP ASSET MANAGEMENT, INC.

**II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and mailing address of this corporation shall be 1390 Main Street, Sarasota, FL 34236.

**III  
PURPOSES**

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto.

**IV  
CAPITAL STOCK**

There shall be a single class of common stock with a par value of \$.10 (ten cents) per share, with no restrictions as to the holder's voting privileges or rights to distributions, except as provided by law. The aggregate number of shares of common stock authorized to be issued by this corporation shall be 100,000 shares.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
55007-5 PM 12:33

V  
**REGISTERED AGENT AND OFFICE**

The written acceptance of such registered agent is attached to these Articles of Incorporation. The name of the initial registered agent of the corporation and the street address of the initial registered office of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Daryl J. Brown, Esq.	Brown, Clark & Walters, P.A. 1819 Main Street Sarasota, FL 34230

VI  
**INCORPORATOR**

The name and address of the incorporator adopting these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Gregory M. Marks	1390 Main Street Sarasota, FL 34236

Signed this 8 day of May, 1995.

  
GREGORY M. MARKS  
INCORPORATOR

**RISCORP ASSET MANAGEMENT, INC.**

**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT**

I hereby accept the appointment as the initial registered agent of RISCORP ASSET MANAGEMENT, INC. simultaneously with my being designated as same in the foregoing Articles of Incorporation. I hereby certify that I am familiar with, and accept, the obligations of that position, pursuant to Sections 608.0501 and 607.0505, Florida Statutes.

Dated this 2nd day of May, 1995

  
DARYL J. BROWN

MAY -5 PM 12:33

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DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE, FLORIDA

12/27/96  
9:57 AM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM  
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((H96000018050 0))

TO: DIVISION OF CORPORATIONS  
(904) 922-4000

FAX #:

FROM: RISCORP MANAGEMENT SERVICES, INC.  
102521001342

ACCT#:

CONTACT: VEANNA J MCAHREN  
PHONE: (941) 951-2022  
(941) 362-6122

FAX #:

NAME: RISCORP ASSET MANAGEMENT, INC.  
AUDIT NUMBER.....H96000018050  
DOC TYPE.....DISSOLUTION  
CERT. OF STATUS..0  
CERT. COPIES.....1

PAGES..... 1  
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
12-31-96

RECEIVED  
DEC 27 PM 4:29  
TALLAHASSEE, FLORIDA

*C. Boyd (old)*  
*Linda*

**ARTICLES OF DISSOLUTION**  
**OF**  
**RISCORP ASSET MANAGEMENT, INC.**

Pursuant to Section 607.1403 of the Florida General Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is RISCORP Asset Management, Inc.
2. Pursuant to Section 607.0704, Florida Statutes, the Corporation elected to dissolve effective December 31, 1996 by written consent of its sole Shareholder, a number sufficient for approval, on December 19, 1996. Voting by voting groups was not required.

DATED: December 26, 1996

RISCORP Asset Management, Inc.

By LSM

L. Scott Merritt, President

h:\vsmc\hsm\fl\hsm\fl

Prepared by: Veanna J. McAhren  
1390 Main Street  
Sarasota, FL 34236  
(941) 951-2022

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FAX AUDIT #H96-18050

**EFFECTIVE DATE**

12-31-96