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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 819049 4340059
AUTHORIZATION : *Patricia Pizzito*
COST LIMIT : \$ 122.50

ORDER DATE : January 25, 1996
ORDER TIME : 9:12 AM
ORDER NO. : 819049
CUSTOMER NO: 4340059

300001697788

CUSTOMER: Toni Clark, Legal Assistant
KELLEY DRYE & WARREN
201 South Biscayner Blvd.
Suite 2400
Miami, FL 33131-2399

DOMESTIC FILING

NAME: HEALTH QUOTE, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Unassigned

EXAMINER'S INITIALS:

SAB
1/25/96

FILED
96 JAN 25 PM 3:23
CORPORATION STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION FILED

OF

96 JAN 25 PM 3:23

HEALTH QUOTE, INC.

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and principal address of this Corporation shall be:

HEALTH QUOTE, INC.
1001 South Bayshore Drive, Suite 1604
Miami, Florida 33131

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 10,000 shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

TERM OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

c/o Kelley Drye & Warren
201 South Biscayne Blvd., Suite 2400
Miami, Florida 33131

The name of the initial registered agent of this Corporation at that address shall be:

Eliot C. Abbott, Esq.

ARTICLE VI

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII

DIRECTORS - NAMES AND STREET ADDRESSES

The name and street address of the initial member of the first Board of Directors who shall hold office until his successors have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Eugene Gordon	1001 South Bayshore Drive Suite 1604 Miami, Florida 33131


ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

<u>NAME</u>	<u>Street Address</u>
Eliot C. Abbott, Esq.	c/o Kelley Drye & Warren 201 South Biscayne Blvd., Suite 2400 Miami, Florida 33131

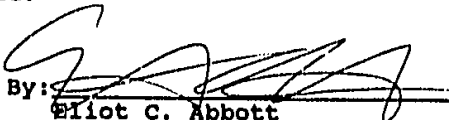
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 24th day of January, 1996.



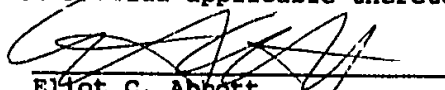
Eliot C. Abbott, Esq., Incorporator

**DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT**

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, HEALTH QUOTE, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at c/o Kelley Drye & Warren, 201 South Biscayne Blvd., Suite 2400, Miami, Florida 33131, has named Eliot C. Abbott, Esq., located thereat as its registered agent to accept service of process within this state.

By: 
Eliot C. Abbott
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.


Eliot C. Abbott
Registered Agent

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96 JUN 25 PM 3:26
CORPORATE DIVISION
TALLAHASSEE, FLORIDA

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