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DIVISION OF CORPORATION

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REFERENCE : 848000 7104491

AUTHORIZATION : *Patricia Pyjunt*

COST LIMIT : \$ 122.50

ORDER DATE : February 15, 1996

ORDER TIME : 9:50 AM

ORDER NO. : 848000

400001716094

CUSTOMER NO: 7104491

CUSTOMER: Mr. Bernard L. Koyen  
IGIC MANAGEMENT COMPANY

Suite B10h  
6101 34th Street West  
Bradenton, FL 34210

DOMESTIC FILING

NAME: INVESTMENT RISK MANAGEMENT  
ASSOCIATES, INC.

EFFECTIVE DATE:

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: LYDIA LOTT

EXAMINER'S INITIALS: T. BROWN FEB 15 1996

FILED  
96 FEB 15 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
INVESTMENT RISK MANAGEMENT ASSOCIATES, INC.**

FILED  
96 FEB 15 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby executes the following for the purpose of forming a corporation under the General Corporation Act of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

**ARTICLE I. NAME AND ADDRESS**

The name of the corporation shall be:

**INVESTMENT RISK MANAGEMENT ASSOCIATES, INC.**

The street and mailing address of the corporation shall be 6101 34th Street West, Unit 18H, Bradenton, Florida, 34210.

**ARTICLE II. EXISTENCE**

This corporation shall have perpetual existence unless sooner dissolved by law.

**ARTICLE III. PURPOSE**

This corporation is organized for the purpose of selling investments, insurance and any other lawful business under the laws of the United States and the State of Florida.

**ARTICLE IV. CAPITAL STOCK**

The authorized capital stock of the corporation shall be 1,000 shares of common stock at no part value. Such stock shall be issued by the Board of Directors for such consideration as in the opinion of the Board of Directors is equivalent to such market value therefore, and said stock may be paid for in money or tangible personal property, but not for labor, services or stock, at a just valuation to be fixed by the Board of Directors or issued as partly paid when so ordered by the Board of Directors.

#### **ARTICLE V. PREEMPTIVE RIGHTS**

Each shareholder of the corporation shall have the right to purchase, subscribe for, at the issue price thereof, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment therefor or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof. These provisions as to preemptive rights shall not be amended, rescinded, or otherwise altered in any manner except by unanimous vote of the shareholders.

#### **ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the corporation is Bernard L. Koyen. The street address of the initial registered office of the corporation shall be 6101 34th Street West, Unit 18H, Bradenton, Florida, 34210.

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The corporation shall be managed by a Board of Directors. The corporation shall have one director initially. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one. The name and address of the initial Director is:

Name:

Bernard L. Koyen

Address:

6101 34th Street West, Unit 18H  
Bradenton, Florida 34210

#### **ARTICLE VIII. INCORPORATOR**

The name and street address of the person signing these articles is:

Name:

Bernard L. Koyen

Address:

6101 34th Street West, Unit 18H  
Bradenton, Florida 34210

**ARTICLE X. INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of Incorporation on the 14 day of FEBRUARY, 1996.

By:

Bernard L. Koyen  
Bernard L. Koyen

**ACCEPTANCE OF DESIGNATION**

I, the undersigned, am familiar with the obligations of resident agent and accept designation as Registered Agent of INVESTMENT RISK MANAGEMENT ASSOCIATES, INC.

By:

Bernard L. Koyen

P96000014352

**INVESTMENT RISK MANAGEMENT ASSOCIATES, INC.**

6101 34<sup>TH</sup> Street West, Unit 18H  
Bradenton, Florida 34210

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

January 10, 1997

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-01/16/97--01003--010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

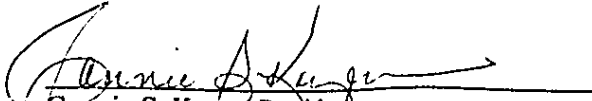
Dear Sirs:

Enclosed is an amendment to the Articles of Incorporation of Investment Risk Management Associates, Inc., changing the name to **Investment Risk Management, Inc.**

We have also enclosed our check in the amount of \$87.50 for the filing fee and a certified copy of the amendment.

If additional documents or information are required, please contact us by phone at (941) 955-4550. Thank you.

Respectfully,

  
Connie S. Koyen, President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JAN 15 PM 2:10

2000 JAN 22 1997

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
97 JAN 15 PM 2:10

**INVESTMENT RISK MANAGEMENT ASSOCIATES, INC.**

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Article 1. NAME AND ADDRESS: The name of the corporation shall be changed from Investment Risk Management Associates, Inc. to:

**Investment Risk Management, Inc.**

The street and mailing address of the corporation shall be 6101 34<sup>th</sup> Street West, Unit 18H, Bradenton, Florida 34210.

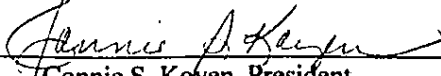
**SECOND:** This amendment does not provide for an exchange, reclassification or cancellation of issued shares.

**THIRD:** The date of adoption of this amendment's adoption shall be January 15, 1997.

**FOURTH:** Adoption of Amendment: The amendment was unanimously approved by the shareholders.

Signed this 10<sup>th</sup> day of January, 1997.

Signature

  
Connie S. Koyen, President