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STEVEN J. JACOBSON, P.A.

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June 21, 1996

VIA OVERNIGHT DELIVERY

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

500001882165
-07/02/96--01141--019
****122.50 ****122.50

Re: **Articles of Incorporation - New Corporate Formation**
AVENTURA INSURANCE GROUP, INC.

Dear Division of Corporations:

Enclosed please find check no. 0937 in the amount of \$122.50 payable to the Department of State and the original and (1) copy of the fully executed Articles of Incorporation for the above-referenced corporation. Please return a Certified Copy of the Articles of Incorporation and the Charter number to the **above-captioned address.**

Thank you for your assistance.

Sincerely,



Steven J. Jacobson

SJJ:srs
enclosures

FILED
96 JUL -2 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/8/96
LB

ARTICLES OF INCORPORATION

OF

AVENTURA INSURANCE GROUP, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

FILED
95 JUL -2 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation shall be:

AVENTURA INSURANCE GROUP, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3615 N.E. 207th Street, #3112
Aventura, Florida 33180

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is organized to issue 1,000 shares of no par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is:

James Michael Weinstein
3615 N.E. 207th Street, #3112
Aventura, Florida 33180

ARTICLE VI - INCORPORATOR

The name and address of the incorporator signing these Articles is:

James Michael Weinstein
3615 N.E. 207th Street, #3112
Aventura, Florida 33180

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation this 27th day of June, 1996.



JAMES MICHAEL WEINSTEIN

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
JUN 27 1996
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 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:

AVENTURA INSURANCE GROUP, INC.

2. The name and address of the registered agent and office is:

James Michael Weinstein
3615 N.E. 207th Street, #3112
Aventura, Florida 33180

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



JAMES MICHAEL WEINSTEIN

JUNE 27, 1996

Date: