

P96000074915

AUGUST 12, 1996

FILED
96 SEP -5 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
DIVISION OF INCORPORATION
PO BOX 6327
TALLAHASSEE, FLORIDA 32314

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-08/27/96--01122--002
***122.50 ***122.50

W96-18121
703

INTERNATIONAL ADJUSTERS CORP. INC.
7201 MIAMI LAKES DRIVE UNIT B16
MIAMI LAKES, FLORIDA 33014

GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF ARTICLES OF INCORPORATION
TOGETHER WITH MY CHECK IN THE AMOUNT OF, 122.50.

THIS REPRESENTS THE COST OF THE FILING FEES, CERTIFIED COPY OF ARTICLES OF
INCORPORATION AND FEE FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE
NAMED CORPORATION.

VERY TRULY YOURS,

LUIS A. MOREJON
7201 MIAMI LAKES DRIVE UNIT B16
MIAMI LAKES, FLORIDA 33014

TH
9-10-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 28, 1996

LUIS A. MOREJON
7201 MIAMI LAKES DRIVE, UNIT B-16
MIAMI LAKES, FL 33014

SUBJECT: INTERNATIONAL ADJUSTERS CORP. INC.
Ref. Number: W96000018121

We have received your document for INTERNATIONAL ADJUSTERS CORP. INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Article VII states there will be one (1) director(s), whereas two (2) is/are listed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 696A00040766

September 05, 1996

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

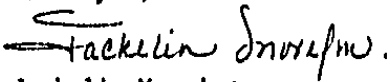
ATTN: Kathy Hyman

RE#: W96000018121
INTERNATIONAL ADJUSTERS CORP, INC.

Enclosed please find the Articles of Incorporation with the corrected article VII, there will be two (2) director.

If you have any further questions regarding this matter, please do not hesitate to call me at 1800-894-7706 (work) and our home number (305)822-6691.

Thank you,


Jackelin Morejon

ARTICLE OF INCORPORATION
OF
INTERNATIONAL ADJUSTERS CORP. INC.
7201 MIAMI LAKES DRIVE UNIT B16
MIAMI LAKES, FLORIDA 33014

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

THE NAME OF THIS CORPORATION IS AS ABOVE AND THE PRINCIPAL OFFICE AND MAILING ADDRESS IS: 7201 MIAMI LAKES DRIVE UNIT B16, MIAMI LAKES, FLORIDA 33014.

ARTICLE II

THIS CORPORATION SHALL HAVE ALL THE PERPETUAL EXISTENCE UNLESS SOONER DISSOLVED BY LAW.

ARTICLE III

THIS CORPORATION IS ORGANIZED FOR THE TRANSACTION OF ANY AND ALL LAWFUL BUSINESS AS MAY BE PERMITTED BY LAW.

ARTICLE IV

THIS CORPORATION IS AUTHORIZED TO ISSUE 500 SHARES OF NO PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED AS COMMON SHARES.

ARTICLE V

EVERY MEMBER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THE CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA SHARE (S) THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IS OFFERED TO OTHERS.

ARTICLE VI

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS, 7201 MIAMI LAKES DRIVE UNIT B16, MIAMI LAKES, FLORIDA 33014, AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS: LUIS A. MOREJON.

PSL JH ARTICLE VII

THIS CORPORATION SHALL HAVE ^{TWO (2)} ~~ONE (1)~~ DIRECTOR INITIALLY, THE NUMBERS OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ^{ONE (1)} ~~ONE (1)~~. THE NAME AND ADDRESS OF THE INITIAL BOARD OF DIRECTOR AND OFFICER OF THIS CORPORATION IS:

PSL JH
LUIS A. MOREJON
7201 MIAMI LAKES DRIVE UNIT B16
MIAMI LAKES, FLORIDA 33014

PRESIDENT/TREASURER

JACKELIN L. MOREJON
7201 MIAMI LAKES DRIVE UNIT B16
MIAMI LAKES, FLORIDA 33014

VICE-PRESIDENT/ SECRETARY

ARTICLE VIII

THE NAME AND ADDRESS OF THE INCORPORATOR SIGNING THESE ARTICLES OF INCORPORATION IS:

LUIS A. MOREJON
7201 MIAMI LAKES DRIVE UNIT B16
MIAMI LAKES, FLORIDA 33014

ARTICLE IX

THE POWER TO ADOPT, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE POWER OF THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE X

THE APPROVAL OF THE SHAREHOLDERS OF THIS CORPORATION TO ANY PLAN OF MERGER SHALL BE REQUIRED IN EVERY CASE, WHETHER SUCH APPROVAL IS REQUIRED BY LAW.

ARTICLE XI

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE XII

MEMBERS OF THE BOARD OF DIRECTORS MAY PARTICIPATE IN SPECIAL MEETINGS OF THE BOARD OF DIRECTORS BY MEANS OF CONFERENCE TELEPHONE AS PROVIDED BY LAW. BUT REGULAR MEETINGS OF THE BOARD OF DIRECTORS MUST BE ATTENDED IN FACTY BY EACH DIRECTOR IN PERSON.

ARTICLE XIII

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTORS OR ANY FORMER OFFICERS OR DIRECTORS, TO THE FULLEST EXTENT PERMITTED BY LAW.

ARTICLE XIV

THE SHAREHOLDERS OF THIS CORPORATION SHALL HAVE THE EXCLUSIVE AUTHORITY TO FIX THE COMPENSATION OF DIRECTORS OF THIS CORPORATION.

ARTICLE XV

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR APPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDED TO HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBERS HAVE EXECUTED THESE
ARTICLES OF INCORPORATION, THIS 12TH DAY OF AUGUST, 1996 AT MIAMI,
COUNTY OF DADE, STATE OF FLORIDA.

Luiz Gomez
Jackie Smolyn

Warren Hart
NOTARY PUBLIC STATE OF FLORIDA



WARREN HART
My Commission CC481748
Expires Nov. 30, 1998
Bonded by NPNJ
800-884-8888

STATE OF FLORIDA)
) SS
COUNTY OF DADIE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENT IN THE
STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED,

Lisa Gordon

Jackie Simpson

KNOWN TO ME AND KNOWN TO BE THE PERSON (S) WHO EXECUTED THE FORGOING
ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGE BEFORE ME THAT THEY
EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL, IN THE STATE
AND COUNTY AFORESAID, THIS 12TH OF AUGUST, 1996.

Warren Hart
NOTARY PUBLIC STATE OF FLORIDA



WARREN HART
My Commission 66421743
Expires Nov. 30, 1998
Bonded by NFNJ
602-264-6368

February 21, 1996

P96000074915

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir:

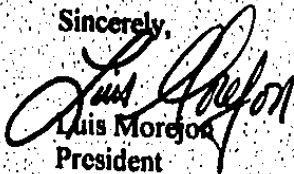
The mailing address of International Adjusters Corporation has changed to the following address:

International Adjusters Corp., Inc.
P. O. Box 170968
Hialeah, Florida 33017-0968

The articles of incorporation were filed on September 5, 1996 and the assigned document number by your office is P96000074915.

Please make all necessary changes in your records and confirm in writing once completed. If you have any questions, please contact me at 305-822-6691 or at my digital pager 1-888-379-6401.

Sincerely,


Luis Morejon
President

KS3/7