

EFFECTIVE DATE

9/17/96

ARTICLES OF INCORPORATION
OF
TERM INSURANCE MKTPLACE, INC.

STATE OF FLORIDA
COUNTY OF DADE

ARTICLE I
NAME

The name of this corporation is **TERM INSURANCE MKTPLACE, INC.**, whose mailing address is 2601 East Oakland Park Blvd., #403, Fort Lauderdale, FL 33306.

ARTICLE II
DURATION

This corporation shall have perpetual existence and these Articles are effective upon signing.

ARTICLE III
PURPOSE

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

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 7,500 shares at \$1.00 par value common stock.

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2601 E. Oakland Park Blvd., #403, Fort Lauderdale, FL 33306, and the name of the initial registered agent of this corporation at that address is D. Peter Anderson. The undersigned is familiar with and accepts the duties of registered agent pursuant to Florida Statute 607.325.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two Director(s) initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial Director(s) of this corporation are:

D. Peter Anderson
2601 E. Oakland Park Blvd., #403
Fort Lauderdale, FL 33306

Patricia R. Anderson
2601 E. Oakland Park Blvd., #403
Fort Lauderdale, FL 33306

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles are:

D. Peter Anderson
2601 E. Oakland Park Blvd., #403, Fort Lauderdale, FL 33306


ARTICLE IX
INDEMNIFICATION

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

ARTICLE X
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of September, 1996.


D. Peter Anderson
Subscriber and as
Registered Agent