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June 4, 1997

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

FILED
97 JUN -9 AM 10:54
TALLAHASSEE, FLORIDA

Re: All Professional Insurance Underwriting Services, Inc.

Gentlemen:

Enclosed please find a check in the amount of \$132.50 representing your fee for the incorporation of the above-referenced corporation.

The amount enclosed represents \$122.50 for filing fees and \$10.00 for a certificate of filing.

Your immediate attention to this matter will be appreciated.

Yours cordially,



Anthony Dieguez, J.D.

AD/dla
Enclosures

EX-100-10441

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

ALL PROFESSIONAL INSURANCE UNDERWRITING SERVICES, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE I

Name and Principal Place of Office and Mailing Address:

The name of the corporation shall be ALL PROFESSIONAL INSURANCE UNDERWRITING SERVICES, INC., and the initial principal office and mailing address for the Corporation is: 4100 SW 103 Court, Miami, FL 33165.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose of this corporation is as follows:

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 500 all of which shall be common shares with no par value.

ARTICLE V

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 4100 SW 103 Court, Miami, Florida 33165, and the name of the initial registered agent at such address is: Alicia Dominguez.

ARTICLE VI

DIRECTORS

The Board of Directors of the corporation shall consist of at least one (1) number.

The initial directors shall be: Alicia Dominguez.

ARTICLE VII

OFFICERS

The names and addresses of the Officers of the Corporation are:

President	:	Alicia Dominguez 4100 SW 103 Court Miami, Florida 33165
Vice President	:	Alicia Dominguez 4100 SW 103 Court Miami, Florida 33165
Treasurer	:	Alicia Dominguez 4100 SW 103 Court Miami, FL 33165
Secretary	:	Alicia Dominguez 4100 SW 103 Court Miami, FL 33165

ARTICLE VIII

INCORPORATORS

The names and addresses of the incorporator is: Alicia Dominguez, 4100 SW 103 Court, Miami, FL 33165.

IN WITNESS WHEREOF, I subscribed my name, this 5th day of June, 1997.

Alicia Dominguez
Alicia Dominguez

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

On this 5th day of June, 1997, before me the undersigned officer, personally appeared, Alicia Dominguez, to me to be the person whose name is subscribed to in the within statement, and acknowledged that she executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Personally known ✓

Provided Driver's License
as form of I.D.

Anthony Dieguez
NOTARY PUBLIC, State of Florida

MY COMMISSION EXPIRES:



ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designation in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

Dated this 5th day of June, 1997.


Alicia Dominguez

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