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DANIEL J. LEFEVRE
LAWYER

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October 16, 1997

Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

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-10/20/97-01099-015
***122.50 ***122.50

Re: Risk Management Consulting & Services, Inc.

Dear Sirs:

Enclosed please find an original and one copy of the proposed Articles of Incorporation relative to the above-captioned corporation, together with my check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Registered Agent Fee	\$ 35.00
Certified Copy of Articles of Incorporation	<u>\$ 52.00</u>
	\$122.50

Thank you for your assistance and prompt attention to this matter.

Yours very truly,


Daniel J. LeFevre

DJL/sdc

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

RISK MANAGEMENT CONSULTING & SERVICES, INC.

ARTICLE I

The name of this corporation is RISK MANAGEMENT CONSULTING & SERVICES, INC. The corporation's principal office 1661 Palm Beach Drive, Apopka, Florida 32712, and mailing address is 1661 Palm Beach Drive, Apopka, Florida 32712.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

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

ARTICLE IV

This corporation is authorized to issue SEVEN THOUSAND (7,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 1661 Palm Beach Drive, Apopka, Florida 32712, and the name of the initial registered agent of this corporation at this address is NELITA W. MERRITT.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV.

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

NELITA W. MERRITT
1661 Palm Beach Drive
Apopka, Florida 32712

ARTICLE VII.


The names and addresses of the persons signing these Articles are:

NELITA W. MERRITT
1661 Palm Beach Drive
Apopka, Florida, 32712

ARTICLE VIII.

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

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this the 16th day of October, 1997.

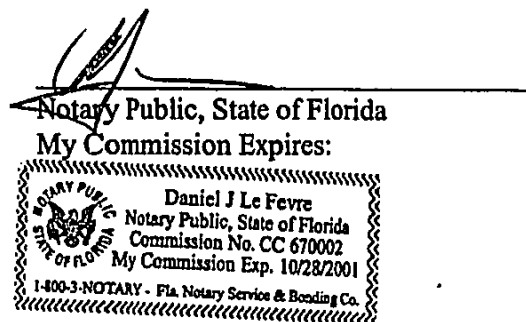
 (SEAL)
Nelita W. Merritt

_____ (SEAL)

STATE OF FLORIDA
COUNTY OF ORANGE

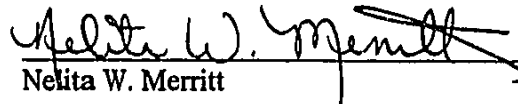
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid personally appeared NELITA W. MERRITT, known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid on this the 16th day of October, 1997.



ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent above, I hereby accept and agree to act in that capacity and agree to comply with the Florida Statutes thereunto appertaining.


Nelita W. Merritt

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TALLAHASSEE, FLORIDA