

P9800000 8171

INSURANCE ADVISORS MARKETING GROUP, INC.

18309 S.E. Federal Highway
Tequesta, Florida 33469

Phone: (561) 748-9125

Fax: (561) 748-9590

February 16, 1998

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

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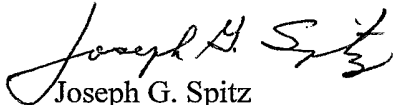
Re: Insurance Advisors Marketing Group, Inc.
Document Number 98000008171

Gentlemen:

Enclosed are Articles of Amendment of Incorporation of the above captioned corporation as well as remittance in the amount of eighty-seven and 50/100 dollars (\$87.50) to cover filing fees (\$35.00) and certified copy fee (\$52.50).

Please be kind enough to forward the certified copies to me as soon as the Amendment is filed.
Thank you.

Very truly yours,



Joseph G. Spitz
Incorporator of
INSURANCE ADVISORS MARKETING GROUP, INC.

jgs:leh

cc: Raul Victor Leyva
Miguel A. Rodriguez
Allen Kreisberg

FILED
98 FEB 16 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TLL FEB 16 1998

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
98 FEB 16 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INSURANCE ADVISORS MARKETING GROUP, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment Adopted to Article Sixth: The address of the registered office of the corporation in the State of Florida is 18309 S.E. Federal Highway, Tequesta, Florida 33469, and the name of its registered agent at said address is Joseph G. Spitz.

SECOND: Amendment Adopted to Article Seventh: The number of directors constituting the Board of Directors is three (3).

The name and address of each person who is to serve as a member of the Board of Directors of the corporation follows:

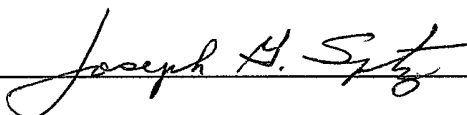
<u>NAME</u>	<u>ADDRESS</u>
Raul Victor Leyva	8103 S.W. 24th Street Miami, FL 33155
Miguel A. Rodriguez	8103 S.W. 24th Street Miami, FL 33155
Allen Kreisberg	19195 Mystic Point Dr., #2005 Aventura, FL 33180

THIRD: The date of each amendment's adoption is February 16, 1998.

FOURTH: The amendments were adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 16th day of February, 1998

Signature



Joseph G. Spitz

Typed Name

Incorporator

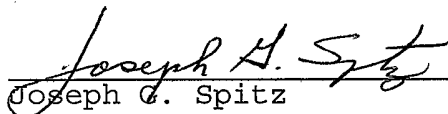
Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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 INSURANCE ADVISORS MARKETING GROUP, INC.
2. The name and address of the registered agent and office is:

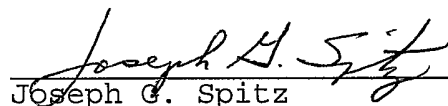
Joseph G. Spitz
18309 S.E. Federal Highway
Tequesta, FL 33469



Joseph G. Spitz

Date: February 16, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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.



Joseph G. Spitz

Date: February 16, 1998