

P980000034047

11762 N. Kendall Drive  
Suite # 160  
Miami, Florida 33186  
(305) 279-1080

April 9<sup>th</sup>, 1998

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

300002486059--6  
-04/13/98--01025--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation for: Insurance Maternity Consultants, Inc.

Enclosed you will find the Originals of the Articles of Incorporation for:

**Insurance Maternity Consultants, Inc.**

We request an acknowledgement letter of the Articles of Incorporation, enclosed you will find our check in the amount of \$ 70.00 payable to Department of State to cover the filing fee.

Please forward the certified copy to the following address:

**Mr. Gil Coca  
Internet Merchants  
11762 N. Kendall Drive  
Suite # 160  
Miami, Florida 33186**

**FILED**  
98 APR 13 PM 3:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Should you have any questions regarding this matter, please contact me at:  
(305) 279-1080 or Fax (305) 596-2871

Sincerely,

Gil Coca

GC/ym  
Encl

DMC  
4/14/98

ARTICLES OF INCORPORATION  
OF

INSURANCE MATERNITY CONSULTANTS, INC.

The undersigned, hereby associates themselves for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be:

INSURANCE MATERNITY CONSULTANTS, INC.

Its business shall be carried on in Miami, Florida and at such other point or places in the State of Florida, and in the United States and Foreign countries as may from time to time authorized by the Board of Directors. Its principal office shall be at: 11762 N. Kendall Drive, Suite # 160 Miami, Florida 33186.

The registered agent and street address is: Mr. Gilberto Coca Jr. 11762 N. Kendall Drive, Suite # 160 Miami, Florida 33186..

ARTICLE II

This general nature of business to be transacted is as follows:

SECTION 1. To purchase, lease, hire or otherwise acquire real and personal property, improved and unimproved, of every kind and description, and to sell, dispose of, lease, convey, encumber, and mortgage said property, or any part thereof. To acquire, hold, lease, manage, operate, develop, control, build, erect, maintain, for the purposes of the company, conduct, reconstruct or purchase, either directly or through ownership in stock in any corporation, any lands, buildings, offices, stores, warehouses, mills, ship, factories, plants, gas houses, machinery rights, easements, privileges, franchises and licenses, and to sell, lease, hire or otherwise dispose of the lands buildings or other property of the company or any part thereof.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECTION 2. To act as agent for others in the purchase and sale of goods, wares, merchandise, articles, materials and equipment of all kinds.

SECTION 3. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, assign, sell, transfer, otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description, except that it not to conduct a banking, safe deposit, trust, insurance, surety, express railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, fraternal benefit society, state fair or exposition.

SECTION 4. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states and countries.

SECTION 5. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness, as required.

SECTION 6. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

SECTION 7. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owners of such stock, to exercise all rights, powers, and privileges of ownership, including the right to vote such stock.

SECTION 8. This corporation shall have all the general powers together with all the additional and specific powers granted by the laws of the State of Florida, as well as all implied powers in carrying out the foregoing express powers.

SECTION 9. The foregoing clauses shall be construed both as object and powers, but no recitation, expression, or declarations of specific powers or special powers or purposes shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

### ARTICLE III

The authorized capital stock of the corporation shall be 100 ( one hundred ) shares of one dollar (\$ 1.00) par value common stock which shall be designated " Common Shares."

### ARTICLE IV

This corporation shall have perpetual existence, unless sooner dissolved by operation of law.

### ARTICLE V

This corporation shall begin business with as amount of capital of not less than \$ 100.00.

### ARTICLE VI

The Board of Directors of this corporation shall consist of at least one director, the exact number to be fixed by the By-Laws of the corporation, who shall administer the affairs of the corporation and shall have the right to establish and set their own salaries, as well as those of the officers of the corporation.

### ARTICLE VII

The name and address of the officer of this corporation, who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified and the statement of the number of shares of stock which each agrees to take is as follows:

Gilberto Coca Jr.	Angel A. Golindano
11762 N. Kendall Drive Suite # 160	11762 N. Kendall Drive Suite # 160
Miami, Florida 33186	Miami, Florida 33186
Director / President, Secretary.	Director / Vice-President.

ARTICLE VIII

The name and post office address of the Incorporator(s) is/are as follows:

Gilberto Coca Jr.  
11762 N. Kendall Drive  
Suite # 160  
Miami, Florida 33186

Angel A. Golindano  
11762 N. Kendall Drive  
Suite # 160  
Miami, Florida 33186

IN WITNESS WHEREOF, the undersigned subscribers have executed these  
Articles of Incorporation this 2<sup>nd</sup> day of April 1998.

By: \_\_\_\_\_

By: \_\_\_\_\_

STATE OF FLORIDA )

SS:

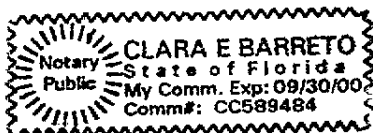
COUNTY OF MIAMI-DADE)

Before me, a notary public authorized to take acknowledgments in the state and  
county set forth above, personally appeared  
Gilberto Coca Jr. and Angel A. Golindano. known by me to be the persons who have  
executed the foregoing Articles of Incorporation, and they acknowledged before me that  
they have executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official  
seal, in the state and county aforesaid, this 15 day of April  
1998.

Clara E Barreto  
NOTARY PUBLIC  
STATE OF FLORIDA

MY COMMISSION EXPIRES:



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, AND REGISTERED AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in  
compliance with said Act:

INSURANCE MATERNITY CONSULTANTS INC. a Florida Corporation, with  
its principal officer as indicated in the Articles of Incorporation, in the City of Miami,  
Florida, has named Mr. Gilberto Coca Jr, located at 11762 N.Kendall Drive, Suite # 160  
Miami, Florida 33186 as its registered agent to accept serv  
ice of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at  
place designated in this Certificate. I, Gilberto Coca, Jr. hereby accepts to act in this  
capacity, and agrees to comply with the provision of said Act relative to keeping open said  
office.

By:

  
Gilberto Coca Jr.