PASABOO 94279 Saturday, October 31, 1998 10460 West Atlantic Boulevard Coral Springs, FL 33061

Florida Department of State Division of Corporations New Filings Section 409 East Gaines Street Tallahassee, FL 32399

000002681200--5 -11/05/98--01054--002 ****122.50 *****78.75

Telephone: 850-487-6052

Enclosed are two (2) original signature documents for filing NH GAP UNDERWRITERS INC.

Enclosed you will also find our filing fee check for the amount of One Hundred Twenty-two Dollars and Fifty Cents (\$122.50).

If we have made an error or if you have a question you may contact me at the 954-752-0015 or by fax at 954-752-6276.

Your assistance is greatly appreciated.

Sincerely,

SAM MOSCHELLA Incorporator

FILE NHGAP\:INCLTR.QW

SECRETARY OF STATEMS
DIVISION OF THERORATIONS

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ARTICLES OF INCORPORATION OF NH GAP UNDERWRITERS INC.

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

NH GAP UNDERWRITERS INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 10460 ATLANTIC BOULEVARD CORAL SPRINGS, FLORIDA 33071

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation isTHREE (3). The number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

FERNANDO G. SAMA 2613 OAK BROOK DRIVE FORT LAUDERDALE, FLORIDA 33332

TEOFILO A. KNIGHT 19140 NORTHWEST 78TH AVENUE MIAMI, FLORIDA 33015

SAMUEL R. MOSCHELLA 7372 PINEWALK DRIVE SOUTH MARGATE, FLORIDA 33063 DIVISION OF CORPORATIONS

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ARTICLE V INCORPORATOR(S)

The names and street addresses of the incorporators to these Articles of Incorporation are:

FERNANDO G. SAMA 2613 OAK BROOK DRIVE FORT LAUDERDALE, FLORIDA 33332

TEOFILO A. KNIGHT 19140 NORTHWEST 78TH AVENUE MIAMI, FLORIDA 33015

SAMUEL R. MOSCHELLA 7372 PINEWALK DRIVE SOUTH MARGATE, FLORIDA 33063

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

FERNANDO G. SAMA 10460 WEST ATLANTIC BOULEVARD CORAL SPRINGS, FLORIDA 33071

The undersigned has executed these Articles of Incorporation this date:

OCTOBER 31, 1998

FERNANDO G. SAMA, Incorporator

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: NH GAP UNDERWRITERS, INC.
- 2. The name and address of the registered agent and office is:

FERNANDO G. SAMA 10460 WEST ATLANTIC BOULEVARD CORAL SPRINGS, FLORIDA 33071

SIGNATURE:

TITLE:

PRESIDENT

DATE:

OCTOBER 31, 1998

Having been named Registered Agent 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.

Registered Agent

October 31, 1998

Date

FERNANDO G. SAMA

10460 WEST ATLANTIC BOULEVARD CORAL SPRINGS, FLORIDA 33071

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