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SCOTT B. CHAPMAN *
*ALSO ADMITTED IN OHIO

P99000014311

January 19, 1999

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

RE: Starr Group, Inc.

300002773243--4
-02/11/99--01062--007
****122.50 *****78.75

To whom it may concern:

Please find enclosed the original Articles of Incorporation, one copy and the filing fee of \$122.50 for same. Should you have any questions regarding the above or the enclosed.

Should you have any questions regarding the above, please contact the undersigned.

Very truly yours,

Scott B. Chapman
Attorney at Law

SBC/sm

Encl.

FILED
99 FEB 11 AM 8:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ajc
2/1/99

ARTICLES OF INCORPORATION

OF

STARR GROUP, INC.

ARTICLE I - NAME

The name of this Corporation is STARR GROUP INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing immediately.

ARTICLE III - PURPOSE

The Corporation may engage in any and all lawful activities of business as permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the registered agent and the principal office of this Corporation is :

PETER DUDAS
2922 Banyan Blvd. Circle
Boca Raton, FL 33431

ARTICLE VI - BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any Officer, Director, Incorporator or any former Officer or Director, to the full extent permitted by law.

ARTICLE VIII - PREEMPTIVE RIGHTS

Every stockholder, eligible to be a shareholder of the Corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these Articles is SCOTT B. CHAPMAN, ESQUIRE, 7040-4 W. Palmetto Park Road, Suite 399, Boca Raton, Florida 33433.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this ^{19th} ~~17~~ day of ^{Jan., 1999} ~~December, 1998~~.



SCOTT B. CHAPMAN, ESQ.

FILED


99 FEB 11 AM 8:17

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept Service of Process for the Above-named Corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned individual agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

DATED this 15th day of ^{Jan, 1999} ~~December~~, 1998.


PETER DUDAS
(Registered Agent)

STATE OF FLORIDA)

ss.:

COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, in the State of and County set forth above, personally appeared PETER DUDAS, personally known to me and known by me to be the person who, as Registered Agent, executed the foregoing Articles of Incorporation of STARR GROUP, INC., and he did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal in the State and County aforesaid this 15th day of ~~December~~, 1998.

^{January, 1999}


NOTARY PUBLIC

My commission expires:

Personally Known ✓

Identification Produced _____



Scott B. Chapman
Commission # CC 741243
Expires May 10, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.