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Schantz,  
Schatzman,  
Aaronson &  
Perlman, P.A.

ROBERT A. SCHATZMAN  
Member of the Firm

March 1, 1999

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

000002797930--1  
-03/08/99-01114-012  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Intersure Corp.

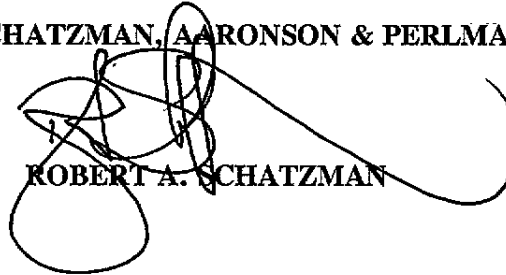
Gentlemen:

Enclosed for filing are duplicate executed copies of the Articles of Incorporation of Intersure Corp., together with this Firm's check in the amount of \$122.50 to cover the \$55.00 filing fee, \$52.50 for a certified copy, and \$35.00 for the Resident Agent's fee. Please return a certified copy to the undersigned in the enclosed, self-addressed stamped envelope.

Thank you for your attention to this matter.

Very truly yours,

SCHANTZ, SCHATZMAN, AARONSON & PERLMAN, P.A.

  
ROBERT A. SCHATZMAN

RAS:lmh  
Enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK MAR 15 1999

**ARTICLES OF INCORPORATION**

- OF -

**INTERSURE CORP.**

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this corporation is INTERSURE CORP.

**ARTICLE II - DURATION**

This corporation shall exist in perpetuity.

**ARTICLE III - PURPOSE**

This corporation is organized for the purposes of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of \$.01 par value common stock which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the registered office of this corporation is 200 S. Biscayne Boulevard, Suite 1050, Miami, Florida 33131, and the name of the registered agent of this corporation at that

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address is ROBERT A. SCHATZMAN. The address of the corporation's principal office is the same as the address of its registered office.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

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 name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT A. SCHATZMAN	200 S. Biscayne Boulevard Suite 1050 Miami, Florida 33131

**ARTICLE VII - INCORPORATOR**

The name and address of the persons signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT A. SCHATZMAN	200 S. Biscayne Boulevard Suite 1050 Miami, Florida 33131

**ARTICLE VIII - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

**ARTICLE IX - POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.



**DESIGNATION OF RESIDENT AGENT**

**Certificate Designating Place of Business or Domicile for the Service of Process  
Within this State, Naming Agent Upon Whom Process May Be Served.**

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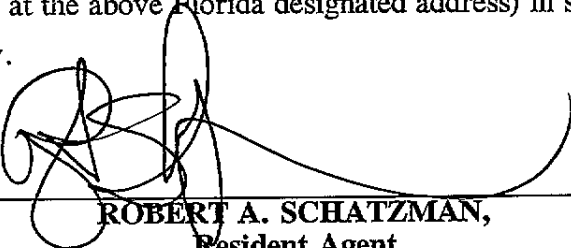
**(Attached to the Articles of Incorporation of  
INTERSURE CORP.  
and Made a Part Thereof)**

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation to which this document is attached:

**THAT, INTERSURE CORP.,** desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Miami, County of Miami-Dade, State of Florida, has named **ROBERT A. SCHATZMAN,** as its Registered Agent to accept service of process within this State.

**ACCEPTANCE**

**THAT,** I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

  
\_\_\_\_\_  
**ROBERT A. SCHATZMAN,**  
Resident Agent

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