

P99000027211

Julio Cvello

Requestor's Name

999 Force de Leon Blvd #940

Address

Coral Gables 71 33134

City/State/Zip

Phone #

100002811881--7

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*****78.75 *****78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
99 MAR 19 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SD
3/25

ARTICLES OF INCORPORATION
OF
MADISON UNDERWRITERS, INC.

FILED
99 APR 19 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a Corporation under the Laws of the State of Florida.

First: The Name of the Corporation is **MADISON UNDERWRITERS, INC.**

Second: The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

- 1- To maintain an insurance/reinsurance agency and/or managing general agency to sell and service insurance and reinsurance policies for clients, either directly and/or through intermediaries
- 2- To represent multiple lines insurance/reinsurance companies, pools, syndicates and insurance/reinsurance associations as permitted by the insurance laws applicable in the State of Florida and to own, invest in and operate insurance companies and/or insurance agencies within or without the State of Florida and the United States of America.
- 3- To engage in any activity or business permitted under the Laws of the United States of America.

Third: The maximum number of Shares of Stock that this Corporation is authorized to have outstanding at any time is Fifty (50) Shares of Common Stock of Ten (US\$10.00) Dollars Par Value; all are issued to be fully paid and exempt from assessment.

The Capital Stock may be paid for in Cash, Property, Labor or Services or a combination of same, the value of which Property, Labor or Services shall be fixed by the Directors in the manner provided for by the Florida Statutes.

Fourth: The amount of Capital with which this Corporation will begin business will be not less than SEVEN HUNDRED AND FIFTY (US\$750.00) U.S. DOLLARS.

Fifth: This Corporation is to exist perpetually.

Sixth: No Contract between this Corporation and any other Corporation shall be affected or invalidated by the fact that anyone or more of the Directors of this Corporation is or are interested in, or is a Director or Officer of, or are Directors of Officers of, such other Corporation.

Seventh: The initial street address of the principal office of this Corporation in the State of Florida is:

999 Ponce de León Blvd., Suite 940
Coral Gables, Florida 33134

Eighth: This Corporation shall have two (2) Directors initially. The number of Directors may be increased by by-laws adopted by the Stockholders at any time and from time to time.

Ninth: The names and street addresses of the Subscribers to these Articles of Incorporation whom shall also be the Members of the First Board of Directors are:

- | | |
|-------------------------------|---|
| 1- Aymara Mencia | 5432 S. W. 154 th Court
Miami, Florida 33186 |
| 2- Julio Avello, Ph.D. | 999 Ponce de León Blvd., Suite 940
Coral Gables, Florida 33134 |
| 3- Carlos Luna | 999 Ponce de León Blvd., Suite 940
Coral Gables, Florida 33134 |

Tenth: The Corporation, acting through it Board of Directors, shall have the right to borrow money and contract debts when necessary for the transaction of its business or for any other lawful purpose, to issue bonds, preferred stocks, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at a specified event or events, whether acquired by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired by any lawful objects.

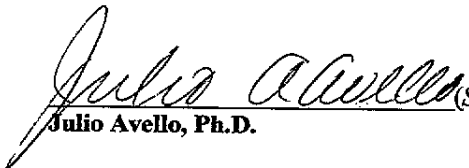
The Corporation shall have the further right and power to, from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the Accounts and Books of this Corporation (other than the Stock Book) or any of them shall be open to inspection of Stockholders, and no Stockholder shall have the right to inspect any account, book or document of this Corporation except as conferred by Statute, unless authorized by a Resolution of the Stockholders or Board of Directors.


The Corporation may in its by-laws, confer powers upon its Board of Directors or Officers in addition to the foregoing and in addition to the powers authorized and expressly conferred by Statute.

Both Stockholders and Directors shall have the power, if the by-laws so provide, to hold their respective meetings and to have one or more offices within or without the State of Florida, and to keep the Books of this Corporation (subject to the Provisions of the Statutes) outside of the State of Florida at such places as may from time to time be designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the Certificate of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred upon the Stockholders herein are granted subject to this reservation.

We, **the undersigned**, being the original Subscribers to the Capital Stock hereinabove named for the purpose of forming a Corporation for Profit to do business within and without the State of Florida and the United States of America, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and agree to take the number of Shares of Stock hereinabove set forth for us and accordingly have hereunto set our hands and seals this 10th day of March of the year 1999 A.D.

 (Seal)
Julio Avello, Ph.D.

 (Seal)
Aymara Mencia

 (Seal)
Carlos Luna

State of Florida

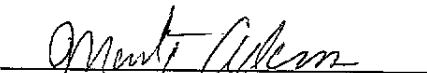
: Ss

County of Dade

Before me, the undersigned authority, personally appeared **Julio Avello, Carlos Luna and Aymara Mencia**, the parties to the foregoing Certificate of Incorporation, to me well known to be the individuals described in and who executed the foregoing Certificate of Incorporation, and having acknowledged the same Certificate to be free and voluntary act and deed of them, for them, and the facts therein stated are truly set forth.

WITNESS my hand and official seal at Miami, County of Dade, State of Florida, this 10th day of March of the year 1999 A.D.

My Commission Expires:

 (Seal)
Notary Public, State of Florida at Large
March 10, 1999



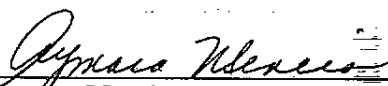
Marta Adam
My Commission CC603135
Expires November 21, 2000

DESIGNATED AGENT FOR SERVICE OF PROCESS
(ATTACHED TO THE CERTIFICATE OF INCORPORATION
OF *MADISON UNDERWRITERS, INC.* AND MADE A PART THEROF)

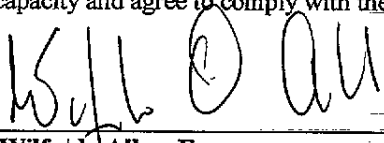
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of **Chapter 48.091, Florida Statutes**, the following is submitted in compliance with said Act and made a part of the Certificate of Incorporation of said Corporation, to which this document is attached:

That *MADISON UNDERWRITERS, INC.* desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, Sate of Florida, has named **Wilfredo Allen, Esq.** located at 225 S.W. 3rd Ave., #201, Miami, Florida 33129, as its Agent to accept Service of Process within this State.

 (Seal)
Aynara Mencia
Officer of the Corporation

Having been named to accept Service of Process for the above stated Corporation at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the Provisions of said Act relative to keeping open said office.

 (Seal)
Wilfredo Allen, Esq.
Resident Agent