



AIB Financial Group, Inc.

From the Desk Of:
Barbara "Bobbi" Darias
Corporate Paralegal - Executive Offices
Writer's Direct Line: (305) 715-0000 Ext. 3379
Direct Fax Number : (305) 715-0021

P99000040073

April 27, 1999

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

RE: Home and Auto Insurance Group, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Home and Auto Insurance Group, Inc., along with a draft in the sum of \$122.50, made payable to the Secretary of State to cover filing fees.

Please process same and forward a certified copy to me at your earliest convenience.

Very truly yours,



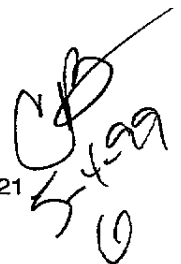
BARBARA DARIAS
Corporate Paralegal

200002856732--7
-04/29/99--01090--006
****122.50 *****78.75

Enclosures

C:\DATA\CORPS\OPEN.COR\HAIGLLET

FILED
99 APR 29 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
OF
HOME AND AUTO INSURANCE GROUP, INC.

ARTICLE I

The name of this corporation is Home and Auto Insurance Group, Inc.

ARTICLE II

This corporation shall have a perpetual existence, unless sooner dissolved according to law.

ARTICLE III

This corporation is organized for the following general purpose: to transact any lawful business for which corporations may be organized under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business. To do such other things as are incidental, necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of common stock, at One Dollar (\$1.00) par value.

FILED
99 APR 29 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The name and address of the person signing the Articles of Incorporation is:

SERGIO FERNANDEZ
2500 N.W. 79th Avenue
Miami, Florida 33122

ARTICLE VIII

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

ARTICLE IX

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

ARTICLE X

The corporation shall indemnify and hold any and all Officers and Directors harmless to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any or all provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the Shareholders as subject to this reservation.

ARTICLE V

The street address of the business office of this corporation is:

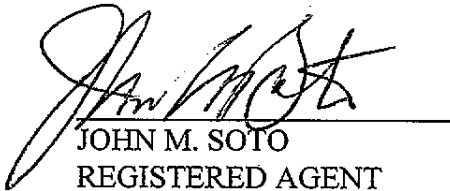
2500 N.W. 79th Avenue
Miami, Florida 33122

The name of the initial registered agent of this corporation is:

JOHN M. SOTO

and the initial registered office address is:

2500 N.W. 79th Avenue
Miami, Florida 33122


JOHN M. SOTO
REGISTERED AGENT

ARTICLE VI

This corporation shall have four (4) Director(s) initially. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The name and address of the initial Directors of this corporation shall be:

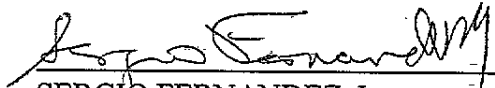
JOSE M. ALVAREZ
2500 N.W. 79th Avenue
Miami, Florida 33122

SERGIO FERNANDEZ
2500 N.W. 79th Avenue
Miami, Florida 33122

JOHN M. SOTO
2500 N.W. 79th Avenue
Miami, Florida 33122

ED S. TORGAS
2500 N.W. 79th Avenue
Miami, Florida 33122


IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 27th day of April, 1999.


SERGIO FERNANDEZ, Incorporator

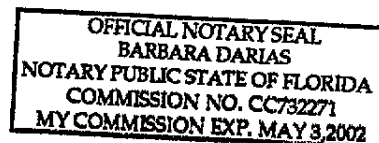
STATE OF FLORIDA)
) §
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared SERGIO FERNANDEZ, to me well known to be the person who executed the foregoing Certificate of Incorporation of Home and Auto Insurance Group, Inc., and he has acknowledged before me that he executed the same for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me on this 27th day of April, 1999, in the County and State set forth above.


BARBARA DARIAS
NOTARY PUBLIC AT LARGE
STATE OF FLORIDA
My Commission Expires:

C:\DATA\CORPS\OPEN.COR\HAIGLART



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:**

FIRST THAT HOME AND AUTO INSURANCE GROUP, INC.
(Name of Business Organization)

WITH ITS PLACE OF BUSINESS AT: 2500 N.W. 79th Avenue
Miami, Florida 33122

HAS NAMED : JOHN M. SOTO

LOCATED AT: 2500 N.W. 79th Avenue
Miami, Florida 33122

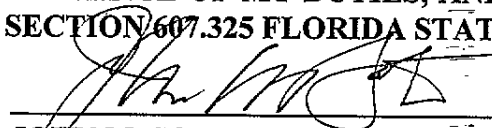
FILED
99 APR 29 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


SERGIO FERNANDEZ
Incorporator & Director

Date: 4/27/99

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED ALIEN BUSINESS ORGANIZATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT
THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.**


JOHN M. SOTO, Registered Agent

Date: 4/27/99