

CFM

CREATIVE FINANCE MANAGEMENT, INC.

10691 North Kendall Drive
Suite 304
Miami, Florida 33176-1551

Telephone 305-598-5161
FAX 305-598-3851

P 99 0000 92458

October 5, 1999

Division of Corporation
PO Box 6327
Tallahassee, Florida 32314

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-10/18/99--01087--002
*****87.50 *****87.50

RE: RER Premium Finance Company, Inc.

Dear Sir or Madam:

Enclosed please find check # 1210 in the amount of \$87.50 and an original and photocopy of the Articles of Incorporation for RER Premium Finance Company, Inc.

Please submit the following:

1. Filed certified copy of the Articles of Incorporation with the certification.
2. Certificate of Good Standing

Should you have any questions, please do not hesitate to contact me.

Sincerely,



Sandra Dostaler

Enclosures

FILED
99 OCT 18 AM 7:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESN

OCT 2 1 1999

ARTICLES OF INCORPORATION
OF

RER PREMIUM FINANCE COMPANY, 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

The name of the corporation shall be:

RER PREMIUM FINANCE COMPANY, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE II PRINCIPAL OFFICE

The principle place of business and mailing address of this corporation shall be:

10691 NORTH KENDALL DRIVE, SUITE 304
MIAMI, FLORIDA 33176

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 SHARES OF COMMON STOCK
AT \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

ANTHONY D. HAZARD
10691 NORTH KENDALL DRIVE, SUITE 304
MIAMI, FLORIDA 33176

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporators to these Articles of Incorporation is (are):

ANTHONY D. HAZARD
10691 NORTH KENDALL DRIVE, SUITE 304
MIAMI, FLORIDA 33176

The undersigned has (have) executed these Articles of Incorporation this

1st day of October, 1999.

A handwritten signature in cursive script, appearing to read "Anthony D. Hazard", is written over a horizontal line.

Anthony D. Hazard, President,
Vice President, Secretary,
Treasurer and Director

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of sections 607.0501 or 617.0501, 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:

RER PREMIUM FINANCE COMPANY, INC.

2. The name and address of the registered agent and office is:

ANTHONY D. HAZARD
10691 North Kendall Drive, Suite 304
Miami, Florida 33176

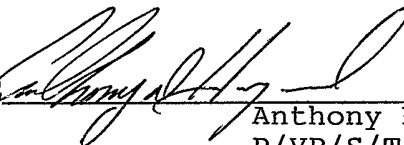
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT 18 AM 7:49

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HERBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PORVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



Anthony D. Hazard
P/VP/S/T/D/Incorporator

DATE 10/1/1999