

V71376

PRECISION ADJUSTMENT COMPANY
980 North Federal Highway, Suite #415
Boca Raton, Florida 33432

December 19, 1996

Secretary of State
Division of Corporations
Amendments Processing Section
409 East Gaines Street
Tallahassee, FL 32399

Re: Insurance Claims Services, Inc.

Gentlemen:

Enclosed please find the original and one copy of both the Restated Articles of Incorporation and the accompanying Certificate for Insurance Claims Services, Inc.

Also enclosed is a check in the amount of \$35.00 to cover the Filing Fee for the Restated Articles of Incorporation, and the stamped return copy thereof.

Sincerely,


Neil Subin
President
Precision Adjustment Company

Enclosure

Steve Saviano

561-750-9577

FILED
96 DEC 20 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1/3/97

RESTATED ARTICLES OF INCORPORATION CERTIFICATE

FILED
96 DEC 20 PM 2:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. Name of Corporation :

Before Amendment : PRECISION ADJUSTMENT COMPANY

After Amendment : INSURANCE CLAIMS SERVICES, INC.

2. These restated articles of incorporation contain an amendment requiring shareholder approval.

The number of votes cast for the amendment by the shareholders was sufficient for the approval of the amendment. The date of adoption was December 15, 1996.

3. Text of the Amendment adopted :

ARTICLE 1

The name of this corporation is INSURANCE CLAIMS SERVICES, INC.

IN WITNESS WHEREOF, I, the undersigned, as Secretary of the above named Corporation, do hereby execute this certificate this

15th day of December, 1996.

Date : 12/15/96



Neil Subin
Secretary
Insurance Claims Services, Inc.

(SEAL)

RESTATED
ARTICLES OF INCORPORATION
OF

INSURANCE CLAIMS SERVICES, INC.

THE UNDERSIGNED, as Secretary of the Corporation, does hereby submit and file these Restated Articles of Incorporation pursuant to the laws of the State of Florida and does hereby adopt same for such corporation:

ARTICLE 1

The name of this corporation is INSURANCE CLAIMS SERVICES, INC.

ARTICLE 2

This corporation shall have perpetual duration and succession in it's corporate name unless dissolved according to Florida law.

ARTICLE 3

The objects and purposes for which this corporation is formed are as follows:

- A. To engage in any lawful activities;
- B. To transact any lawful business; and
- C. To have and to exercise as desired any and all rights, privileges, powers, immunities, and authority, and to do any acts and things, to the fullest extent permitted by law.

ARTICLE 4

This corporation shall have only ONE (1) class of stock.

The aggregate number of shares which this corporation is authorized to issue is ONE THOUSAND (1,000) shares of ONE DOLLAR (\$1.00) Par Value Common Stock.

Each share of Common Stock issued by this corporation shall have the right of ONE (1) Vote.

ARTICLE 5

This corporation shall have a Board of Directors consisting of ONE (1) member initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but said number of directors shall never be less than ONE (1). The members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

The business and affairs of this corporation shall be managed and conducted under the authority and direction of its Board of Directors.

The initial Director shall serve until the first annual meeting of the shareholders or until his successors are elected and shall qualify. The name and address of the initial Director is as follows:

Steven J. Saviano
980 N. Federal Highway, Suite 415
Boca Raton, Florida 33432

ARTICLE 6

The Board of Directors of this corporation may, from time to time, adopt such By-Laws, as well as amend, alter, modify, or rescind the same, as the Board of Directors may deem appropriate for the conduct, management, direction, and administration, of the business and affairs of this corporation.

ARTICLE 7

The initial principal office and mailing address of this corporation is:

980 N. Federal Highway
Suite 415
Boca Raton, Florida 33432

ARTICLE 8

The name of the initial Registered Agent and the address of the initial Registered Office of this corporation is:

Steven J. Saviano
980 N. Federal Highway
Suite 415
Boca Raton, Florida 33432

ARTICLE 9

The name and address of the Incorporator of this corporation, who is a natural person over TWENTY-ONE (21) years of age, is SUI JURIS, and is a citizen of the United States, is:

Steven J. Saviano
980 N. Federal Highway
Suite 415
Boca Raton, Florida 33432

IN WITNESS WHEREOF, the undersigned, as Secretary of the above named corporation, has executed these Restated Articles of Incorporation this 15th day of December, 1996.

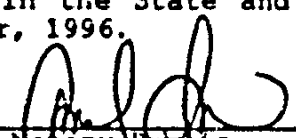


Neil Subin
Secretary

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that before me this day personally appeared Neil Subin, who produced identification and is known to me to be the individual described in and who executed the foregoing Restated Articles of Incorporation and acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County named above this 15th day of December, 1996.



Notary Public
State of Florida

My Commission Expires: 1-5-97



OFFICIAL SEAL
CAROL HILMAN
My Commission Expires
Jan. 5, 1997
Comm. No. CC 250829