

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L0000000/12/60

High mark Insurance Agency, LLC

9000003414779--4  
-10/05/00--01061--006  
\*\*\*\*125.00 \*\*\*\*125.00

L00-12/60  
QR

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

10/5/00  
Date

9:45  
Time

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
✓ L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Trade/Service Mark \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
Cert. Copy \_\_\_\_\_  
✓ Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
Driving Record \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

00 OCT -5 AM 11:45  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 OCT -5 AM 10:36  
RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
HIGH MARK INSURANCE AGENCY, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S., Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

Article I - Name

The name of the limited liability company shall be HIGH MARK INSURANCE AGENCY, L.L.C. ("Company").

ARTICLE II - Principal Place of Business and Address

The principal place of business and the address of the Company in Florida shall be 500 South Florida Avenue, Suite 400, Lakeland, Florida 33801. The mailing address and the principal addresses are the same.

Article III - Duration

The Company shall have perpetual duration.

Article IV - Purposes and Powers

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

Article V - Registered Office and Agent

The name and street address of the registered agent of the Company in the State of Florida is JOHN J. PENNACHIO, 500 South Florida Avenue, Suite 400, Lakeland, Florida 33801.

Article VI - Management

The management of the Company shall be reserved to its Managers, whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOHN J. PENNACHIO	500 South Florida Avenue, Suite 400 Lakeland, Florida 33801

00 OCT -5 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

NAME

PAUL S. ROSS

ADDRESS

500 South Florida Avenue, Suite 400  
Lakeland, Florida 33801

Article VII - Regulations

The members of the Company shall hereafter adopt the Regulations for the setting forth all the terms, provisions, conditions and covenants by which the Company will be governed.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at Lakeland, Florida, for the foregoing uses and purposes this — day of October 2000.

HIGH MARK SECURITIES, L.L.C.

By Its Member:

HIGH MARK ASSOCIATES, L.L.C.

By Its Member:

HIGH MARK FINANCIAL HOLDING, INC.

FILED  
OCT -5 AM 11:45  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

By:

Mark R. Wells

MARK R. WELLS, President

Member

STATE OF FLORIDA

COUNTY OF POLK

The foregoing instrument was acknowledged before me on this 31 day of October, 2000, by MARK R. WELLS, who is personally known to me.

Peter J. Munson  
Notary Public

State of Florida at large

My Commission Expires:



PETER J. MUNSON  
COMMISSION # CC 646589  
EXPIRES JUN 21, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

ACCEPTANCE

Having been named to accept service of process for the above stated Company at the place designated as stated in these Articles of Organization, 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 am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

DATED this 3<sup>rd</sup> day of October, 2000.

  
\_\_\_\_\_  
JOHN J. PENNACHIO, Registered Agent

00 OCT -5 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ASSIGNMENT AND RELEASE OF CORPORATE NAME

THIS ASSIGNMENT made this 3rd day of October, 2000.


WHEREAS, JOHN J. PENNACHIO and HEATH A. LEHMAN, in their capacity as Incorporators of High Mark Insurance Agency, Inc., filed Articles of Incorporation for High Mark Insurance Agency, Inc., on July 24, 2000, and was assigned document number P00000071643; and

WHEREAS, the principals of High Mark Insurance Agency, Inc., on whose behalf the Articles of Incorporation were filed, wish to do business as a limited liability company under the laws of the State of Florida as opposed to a corporation; and

WHEREAS, the principals of High Mark Insurance Agency, Inc., are filing the attached Articles of Organization for High Mark Insurance Agency, L.L.C.

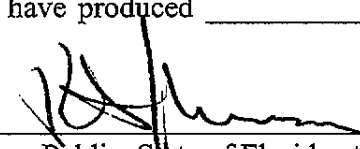
NOW, THEREFORE, for valuable consideration, the sufficiency of which is hereby acknowledged, JOHN J. PENNACHIO and HEATH A. LEHMAN hereby release any interest in the name High Mark Insurance Agency and assigns to HIGH MARK SECURITIES, L.L.C., as organizer of High Mark Insurance Agency, L.L.C., all their right, title and interest in the name High Mark Insurance Agency.

IN WITNESS WHEREOF, the undersigned incorporators have executed the foregoing Assignment and Release of Corporate Name.

  
\_\_\_\_\_  
JOHN J. PENNACHIO  
  
\_\_\_\_\_  
HEATH A. LEHMAN

STATE OF FLORIDA  
COUNTY OF POLK

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared JOHN J. PENNACHIO and HEATH A. LEHMAN, who ( ) is personally known to me or who ( ) have produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

My Commission Expires:



PETER J. MUNSON  
COMMISSION # CC 646589  
EXPIRES JUN 21, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.



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