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WILLIAM I. GULLIFORD III
3530 ST. JOHNS AVENUE
JACKSONVILLE, FLORIDA 32205

FILED
02 MAY 28 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 17, 2002

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: The McGriff Group, L.L.C. -- Registration

Gentlemen:

Please find enclosed herewith the following:

- (1) Fully executed Articles of Organization for The McGriff Group, L.L.C.; and
- (2) A check payable to the Florida Department of State in the amount of \$155.00, representing the fees payable for filing the Articles, the designation of the registered agent and one certified copy of the Articles.

After filing the Articles, please be kind enough to forward a certified copy of the same to me at the following address:

Mr. William I. Gulliford, III
3530 St. Johns Avenue
Jacksonville, Florida 32205
(904)381-1982

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-05/28/02--01060--003
****155.00 ****155.00

Thank you in advance for your attention to this matter.

Cordially yours,


William I. Gulliford, III

cc: Mr. William A. McGriff, IV (via e-mail to wmcgriff@attbi.com)

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**ARTICLES OF ORGANIZATION
FOR
THE McGRIFF GROUP, L.L.C.**

**ARTICLE I
Name**

The name of the Limited Liability Company is **The McGriff Group, L.L.C.**

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is 148 Coach Lamp Way, Ponte Vedra Beach, Florida 32082.

**ARTICLE III
Registered Agent, Registered Office & Registered Agent's Signature**

The name and the street address of the registered agent are:

William A. McGriff, IV
148 Coach Lamp Way
Ponte Vedra Beach, Florida 32082

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent provided in Chapter 608, Florida Statutes.



William A. McGriff, IV

**ARTICLE IV
Duration**

The period of duration for the Limited Liability Company shall be from the date of execution of this instrument and this company shall exist perpetually. Its existence shall commence on the date these Articles are executed and acknowledged except that if they are not filed by the Department of State of the State of Florida within five (5) days,

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exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE V
Members and Management

The sole member of the Limited Liability Company is William A. McGriff, IV. The Limited Liability Company is to be managed by its officers. The names of the officers who are to serve as officers until the first annual meeting of members or until their successors are elected and qualify are as follows:

William A. McGriff, IV	President
148 Coach Lamp Way	
Ponte Vedra Beach, FL 32082	

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ARTICLE VI
Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be the unanimous consent of all of the Members.

ARTICLE VII
Members Right to Continue Business

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be if all the Members unanimously consent, the business shall continue.

ARTICLE VIII
Authorized Representative

William A. McGriff, IV has designated William I. Gulliford, III as his authorized representative to execute and file these Articles of Organization.



William I. Gulliford, III, as
Authorized Representative for
William A. McGriff, IV