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Account Name : SMOOT, ADAMS, EDWARDS, DORAGH & BRINSON, P.A.
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Phone : (941) 489-1776
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LIMITED LIABILITY COMPANY

Arnold & Gentleman, L.L.C.

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ARTICLES OF ORGANIZATION

OF

ARNOLD & GENTLEMAN, L.L.C.

The following are the Articles of Organization of Arnold & Gentleman, L.L.C., pursuant to Florida Statutes Chapters 608 and 621.

1. Name. The name of this professional limited liability company is Arnold & Gentleman, L.L.C., a Florida limited liability company (the "Company").

2. Duration. The Company shall exist from the date of execution hereof by the members, or if more than five (5) days thereafter, the date of filing of these Articles with the Florida Secretary of State and shall continue in perpetuity or until the earlier of the occurrence of any of the events specified in the Operating Agreement or Florida Statutes Section 608.441, unless continued by the consent of all of the remaining members.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a professional limited liability company under the laws of Florida, organized for the purposes of providing insurance and investment services to the public.

4. Place of Business. The mailing and street address of the Company's principal office is 14101 River Road, Fort Myers, Florida, 33905.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Pete Doragh. The street address of the initial registered agent of the Company is 4415 Metro Parkway, Suite 325, Fort Myers, Florida.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

7. Management of the Company. The management of the Company shall be vested in the manger(s) of the Company. The Company shall be managed in accordance with the Operating Agreement adopted by all of the initial members. The names of the initial manager(s) are:

Thad M. Gentleman, and
Keith Arnold

8. Regulations. The manager or managers shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

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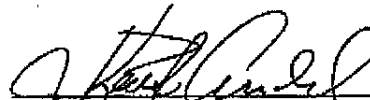
9. Transfer of Interest. No member shall have the right to transfer any interest in the Company except as provided and permitted, and subject to the limitations expressed, in the Operating Agreement of the Company. If the transfer does not comply with the requirements of the Operating Agreement, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

10. Certificated Interests. The members' interest in the Company shall be evidenced by certificates.

The undersigned executed these Articles of Organization effective as of the 11th day of July, 2002.

September


Thad M. Gentleman, Member


Keith Arnold, Member

Acceptance by Registered Agent

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, 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.


Pete Doragh, Registered Agent

Dated: July, 2002

September 11, 2002

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