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Phone Fax Number : (941)747-1871

: (941)745-2866

# LIMITED LIABILITY COMPANY

TPA AMERICA, LLC

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## Articles of Organization of

# TPA AMERICA, LLC,

a Florida Limited Liability Company

The undersigned, JAMES E. BOYD, as an authorized representative of the limited liability company, desires to form a limited liability company pursuant to the Florida Limited Liability Company Act. As a director and chief executive officer of Boyd Insurance & Investment Services, Inc., a Florida corporation, one of the members of the proposed limited liability company, he does hereby make and file these Articles of Organization, and hereby declares and affirms:

#### ARTICLE I: Name

The name of the limited liability company ("Company") is TPA AMERICA, LLC, a Florida ting Liability Company.

## ARTICLE II: Street Address and Mailing Address

The street address of the Company's principal office is 410 43rd Street West, Suite J, Bradenton, Florida. The mailing address of the Company's principal office is 410 43rd Street West, Suite J, Bradenton, FL 34209.

# ARTICLE III: Registered Agent and Office

The name of the Company's initial registered agent for service of process in the State of Florida is **JAMES E. BOYD**, whose street/mailing address is 410 43rd Street West, Suite J, Bradenton, FL 34209.

### ARTICLE IV: Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

Page 1

Electronic filing audit # (((HO2000208906 6)))

Electronic filing audit # (((H02000208906 6)))

### ARTICLE V: Continuation Provisions

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining members.

## ARTICLE VI: Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the members of the Company.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of one of the members of the proposed limited liability company, does certify that he is of full age, is competent to contract and is a citizen of the United States of America. For the purpose of forming the proposed limited liability company above-named to do business both within and without the State of Florids, and in pursuance of the Florida Limited Liability Company Act, I do make and file these Articles of Organization, hereby declaring and certifying that the matters above stated are true, and accordingly I whave hereunto set my hand and seal this 470 day of October, 2002.

IAMES E. BOYD (SEA

Page 2

Electronic filing audit # (((H02000208906 6)))

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STATE OF FLORIDA COUNTY OF MANATEE	1			
The foregoing instrument was ackn JAMES E. BOYD, who	owledged before me this 4th day of October, 2002	2, by		
Safety and Motor Vehicles as i	ned by the State of Florida Department of Highway identification; or identification.		-	
and did not take an oath.				
(Affix Notary Seal)  Philip E. Perrey Commission # CC 899643 Expires Feb. 14, 2004 Bonded Thru Atlantic Beading Co., inc.	NOTARY JUBLIC, State of Florida at Large Typed name: Philip E. Perrey My Commission Expires: My Commission No.:	SECRETARY OF STATE TALL MHASSEE, FLORIDA	02 OCT -7 PM 3: 35	FILED

Page 3

Electronic filing audit # (((H02000208906 6)))

## CERTIFICATE OF DESIGNATION OF

### REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

- 1. The name of the limited liability company is TPA AMERICA, LLC.
- 2. The name and street address of the registered agent and office is:

James E. Boyd 410 43rd Street West, Suite J Bradenton, FL 34209

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, I hereby accept the 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.

DATED this It day of October, 2002.

James E. Bøyd, Registered Agent

STATE OF FLORIDA COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this \_\_\_\_\_day of October, 2002, by JAMES E. BOYD. He

L is personally known to me; or

] produced a driver's license issued by State of Florida as identification; or

[ ] produced the following identification:

and did not take an oath.

Philip E. Perrey
Commission # CC 898643
Expires Feb. 14, 2004
Bonded Thru
Allentin Bondies Co., Inc.

Notary Public Print Name:

Philip E. Perrey

My Commission Expires:

Page 4

Electronic filing audit # (((H02000208906 6)))