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(Requestor's Name)

Crawford, Owen & Hines, P.A.
100 First Avenue South
Suite 500
St. Petersburg, FL 33701

(City/State/Zip/Phone #)

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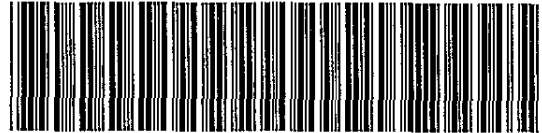
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CRAWFORD, OWEN & HINES, P.A.

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100 FIRST AVENUE SOUTH
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BRUCE C. CRAWFORD
GEORGE E. OWEN, JR.
J. BRADFORD HINES

TELEPHONE 727/823-9669
FAX 727/823-0711

August 7, 2003

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

RE: G-Force Holdings LLC
G-Force Risk Management Services LLC
G-Force Insurance Services LLC
G-Force Financial Services LLC
G-Force Insurance Underwriters LLC
G-Force Auto Brokers LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed herewith is our check in the amount of \$750.00 (\$125.00 for each of the above referenced entities) and original and one copy of the Articles of Organization of G-Force Holdings LLC; G-Force Risk Management Services LLC; G-Force Insurance Services LLC; G-Force Financial Services LLC; G-Force Insurance Underwriters LLC; G-Force Auto Brokers LLC together with an Acceptance of Registered Agent for each.

I would appreciate your acknowledgement of these filings at your earliest convenience in the enclosed envelope.

Thank you for your assistance.

Sincerely,


GEORGE E. OWEN, JR.

GEO:ms
Enclosures

**ARTICLES OF ORGANIZATION OF
G-FORCE HOLDINGS LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I – Name

The name of the Limited Liability Company is **G-Force Holdings LLC.**

ARTICLE II – Address and Registered Agent

The mailing address and street address of the principal office of the Limited Liability Company is **7800 Belfort Parkway, Suite 170, Jacksonville, Florida 32256.** The name and address of the initial registered agent is **George E. Owen, Jr., 144 First Avenue South, Suite 500, St. Petersburg, Florida 33701.**

ARTICLE III – Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV – Management

The Limited Liability Company is to be managed by the managing members and the name and address of the managing members, are: **Lucor Holdings LLC, 40301 Fisher Island Drive, Fisher Island, FL 33109, M. Steven Cropper, 7800 Belfort Parkway, Suite 170, Jacksonville, FL 32256 , Edward W. Buttner, IV, 7800 Belfort Parkway, Suite 165, Jacksonville, FL 32256 and Jeffrey R. McCurdy, 5111 Ocean Blvd. Suite F, Sarasota, FL 34242 .** The names and addresses of the members are **Lucor Holdings LLC, 40301 Fisher Island Drive, Fisher Island, FL 33109, M. Steven Cropper, 7800 Belfort Parkway, Suite 170, Jacksonville, FL 32256 , Edward W.**

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SECRETARY OF
TALLAHASSEE, FLORIDA

Buttner, IV, 7800 Belfort Parkway, Suite 165, Jacksonville, FL 32256 and Jeffrey R. McCurdy, 5111 Ocean Blvd. Suite F, Sarasota, FL 34242 .

ARTICLE V – 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 as set forth in the Regulations of the LLC.

ARTICLE VI – Members' Rights 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 that terminates the continued membership of a member in the limited liability company shall be as set forth in the Regulations.

IN WITNES WEREOF, We have signed these Articles of Organization and acknowledged them to be our act as of the 28 day of July, 2003.


LUCOR HOLDINGS, LLC

By: 

Print Name: MARK GAINOR

Its: Pres/CFO


M. STEVEN CROPPER


EDWARD W. BUTTNER, IV


JEFFREY R. MCCURDY

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CLERK OF COUNTY
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **G-FORCE HOLDINGS LLC**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608-415 and is herewith simultaneously designated as registered agent.

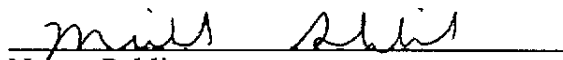
Signed this 7th day of July, 2003


Registered Agent

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 7 day of July, 2003 by George E. Owen, Jr. as Registered Agent for G-Force Holdings LLC, as his free act and deed for the uses and purposes therein stated. Such person is personally known to me.


Notary Public

MICHELE SCHIBLER
Notary Public - State of Florida
My Commission Expires
December 14, 2003
CC878844

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