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LIMITED LIABILITY COMPANY  
ROCKWELL INSURANCE SERVICES, LLC

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ARTICLES OF ORGANIZATION OF

ROCKWELL INSURANCE SERVICES, LLC

The undersigned hereby subscribes these Articles of Organization for the purposes of organizing a limited liability company under the laws of the State of Florida.

I.  
NAME

The name of the Limited Liability Company is Rockwell Insurance Services, LLC (the "Company").

II.  
PRINCIPAL OFFICE

The mailing and street address of this Company's principal office shall be Suite 200, 2665 South Bayshore Drive, Miami, Florida 33133.

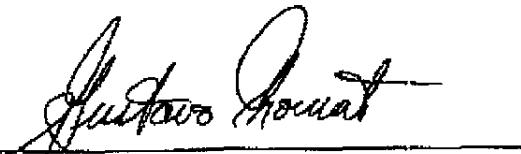
III.  
REGISTERED AGENT AND REGISTERED OFFICE

The registered agent of this Company shall be Juan T. O'Naghten, whose business address is Suite 200, Grand Bay Plaza, 2665 South Bayshore Drive, Miami, Florida 33133, which shall be the registered office of this limited liability company.

IV.  
MANAGEMENT BY MANAGER

This Company shall be a manager-managed company. The first manager of the Company shall be Rockwell Holdings, Inc.

Date: October 9, 2003

  
Gustavo I. Chomat

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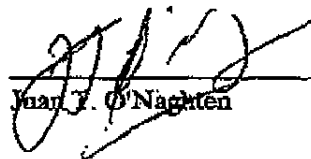
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**STATEMENT OF ACCEPTANCE  
OF  
REGISTERED AGENT OF  
Rockwell Insurance Services, LLC**

In accordance with the Florida Limited Liability Company Act, sections 608.407(1)(d) and 608.415(2), the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that Suite 200 Grand Bay Plaza, 2665 South Bayshore Drive, Miami, Florida 33133 is the business office address of the registered agent, which will be the registered office of the limited liability company for the service of process.

Date: October 9, 2003

  
\_\_\_\_\_  
Juan T. O'Naghten

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