

Sent By: DANIEL HICKS P.A.;
Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

BIRD INSURANCE GROUP, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
BIRD INSURANCE GROUP, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company shall be BIRD INSURANCE GROUP, LLC ("Company"). The principal place of business of the Company in Florida shall be 20156 E. Pennsylvania Avenue, Dunnellon, Florida 34432.

**ARTICLE II
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization or the laws of the State of Florida.

**ARTICLE III
PURPOSES AND POWERS**

The general purpose for which the Company is organized is to conduct the business of the sale of insurance, to manage other business entities and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is David W. Bird, 2080 NE 44th Street, Ocala, Florida 34479.

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**ARTICLE V
CAPITAL CONTRIBUTIONS**

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TALLAHASSEE, FLORIDA

The Members of the Company shall contribute to the capital of the Company the cash or property set forth as follows:

	<u>NAME</u>	<u>CAPITAL CONTRIBUTION/ %</u>	<u>Membership Units</u>
1.	Mary C. Bird	\$750.00 75%	75 Units
2.	David W. Bird	\$250.00 25%	25 Units

**ARTICLE VI
ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company as such times and in such amounts as may be provided in the regulations adopted by the members or, in lieu thereof, only upon the unanimous consent of all the members.

**ARTICLE VII
ADMISSION OF NEW MEMBERS
(TRANSFERABILITY OF INTERESTS)**

No additional members shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but transferee shall have no right to participate in the management of the business and affairs of the Company or become a Member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VIII
TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)**

The company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or Manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining members, provided there are at least two (2) remaining members.

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ARTICLE IX
MANAGEMENT (MANAGEMENT BY MANAGER)

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TALLAHASSEE, FLORIDA

The Company shall be managed by a Manager or Managers in accordance with regulations adopted by the Members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The Company shall initially have two (2) managers. Any Manager may sign any and all documents on behalf of the Company, including but not limited to documents to sell and convey, to borrow money and to grant a security interest in assets of the Company. Managers may also have an officer designation. The name and address of the initial Managers of the Company are:

NAME	DESIGNATION	ADDRESS
David W. Bird	Director/President Manager/Treasury	2080 NE 44 th Street Ocala, Florida 34479
Mary C. Bird	Director/Vice President Manager/Secretary	3950 SE State Road 326 Gulf Hammock, Florida 32635

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Ocala, Florida, for the foregoing uses and purposes this 19th day of April, 2005.

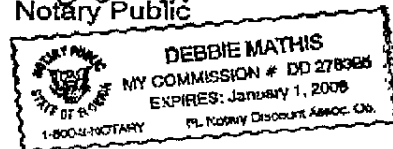


David W. Bird, Incorporator

STATE OF FLORIDA
COUNTY OF MARION

Before me, personally appeared, David W. Bird, to me well known and known to me to be the person described in and who executed the foregoing Articles of Organization and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and that he is personally known to me or produced _____ as identification.

WITNESS my hand and official seal this 19th day of April, 2005.


Notary Public

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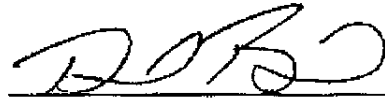
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ACCEPTANCE OF REGISTERED AGENT

I, the undersigned person, having been named as registered agent and to accept services of process for the above -stated limited liability company at the place designated in this statement, 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 obligation of my position as registered agent.

Dated this 19th day of April, 2005.



David W. Bird

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TALLAHASSEE, FLORIDA

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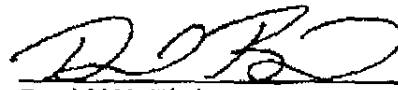
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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 and address of the limited liability company is Bird Insurance Group, LLC, 20156 E. Pennsylvania Avenue, Dunnellon, Florida 34432.
2. The name and address of the registered agent and office is: David Bird, 2080 NE 44th Street, Ocala, Florida 34479

Having been named as registered agent and to accept service of process for the above stated 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.

April 19th, 2005



David W. Bird