

JUL-07-2005 (THU) 12:04

CARLTON FIELDS

Division of Corporations

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Florida Department of State  
Division of Corporations  
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**LIMITED LIABILITY COMPANY**

**ALTO INSURANCE SERVICES, LLC**

Certificate of Status	0
Certified Copy	1
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**EFFECTIVE DATE \***

EFFECTIVE DATE  
09/01/05

FAX AUDIT NO. H05000163150 3

**ARTICLES OF ORGANIZATION  
OF  
ALTO INSURANCE SERVICES, LLC**

The undersigned hereby forms and organizes a limited liability company pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act") and adopts the following Articles of Organization:

**ARTICLE ONE  
NAME**

The name of the limited liability company is ALTO INSURANCE SERVICES, LLC (the "Company").

**ARTICLE TWO  
ADDRESS**

The mailing address and street address of the principal office of the Company is 5757 Blue Lagoon Drive, Suite 330, Miami, Florida 33126.

**ARTICLE THREE  
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Company is CFRA, LLC, Corporate Center Three at International Plaza, 4221 W. Boy Scout Boulevard, 10th Floor, Tampa, Florida 33607-5736.

**ARTICLE FOUR  
MANAGEMENT**

The Company will be a manager-managed company. The name and address of the initial manager of the Company is:

**ALTO MANAGEMENT SERVICES, LLC,**  
a Florida limited liability company  
5757 Blue Lagoon Drive  
Suite 330  
Miami, Florida 33126

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ARTICLE FIVE  
COMMENCEMENT OF EXISTENCE

The existence of the Company will commence on September 1, 2005.

ARTICLE SIX  
INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if he/she acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the Articles of Organization has been executed by an authorized representative of a member of the Company as of the 24<sup>th</sup> day of July 2005.

  
Ana C. Harris, Esquire  
Authorized Representative

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been designated as registered agent for ALTO INSURANCE SERVICES, LLC in the foregoing Articles of Organization, CFRA, LLC, hereby agrees to accept service of process for ALTO INSURANCE SERVICES, LLC and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. CFRA, LLC is familiar with and accepts the obligations of that position.

CFRA, LLC, a Florida limited liability company

By:   
ANA C. HARRIS, ESQUIRE  
Authorized Signatory

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