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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 584924 81879A

AUTHORIZATION :

Patricia Pajito

COST LIMIT : \$ 155.00

ORDER DATE : September 8, 2005

ORDER TIME : 11:0 AM

ORDER NO. : 584924-005

CUSTOMER NO: 81879A

CUSTOMER: Timothy J. Conner, Esq.
Timothy J. Conner & Associates

Suite 1
2 Jungle Hut Road
Palm Coast, FL 32137

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NAME: WOODWARD INSURANCE AGENCY, PLC

XX ARTICLES OF ORGANIZATION

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CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
WOODWARD INSURANCE AGENCY, PLC

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Organization, being duly licensed to practice as a real estate sales associate under the laws of the state of Florida, adopt these articles to form a company under the Professional Limited Company and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida:

ARTICLE I. NAME

The name of the professional limited company is **WOODWARD INSURANCE AGENCY, PLC.**

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this company is 77 Braddock Lane, Palm Coast, Florida 32137.

ARTICLE III. PURPOSE

The professional limited company is formed to engage in every phase and aspect of the practice of insurance and related activities. In addition, the company may invest the funds of the professional limited company in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional limited company shall have perpetual existence starting on the date these articles of organization are filed by the Florida Department of State.

ARTICLE V. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional limited company is 77 Braddock Lane, Palm Coast, Florida 32137. The name of the initial registered agent at that address is Doreen R. Woodward.

ARTICLE VI. MEMBERS

The names and addresses of the members are:

Name	Address
DOREEN R. WOODWARD	77 Braddock Lane Palm Coast, FL 32137

ARTICLE VII. SUBSCRIBERS

The names and addresses of the persons signing these articles of organization as subscribers are:

Name	Address
DOREEN R. WOODWARD	77 Braddock Lane Palm Coast, FL 32137

ARTICLE VIII. RESTRAINT ON ALIENATION OF SHARES

The membership of the professional limited company shall have the power to include in the operating agreement adopted by a majority of the members of the professional limited company, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any membership unit of the professional limited company by any of its members, or in the event of the death of any of its members. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the members of the professional limited company; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of membership unit. No member of the professional limited company may sell or transfer membership in the company except to another individual who is eligible to be a member of the professional limited company, and the sale or transfer may be made only after it has been approved by the Manager. If any member becomes legally disqualified to practice as a licensed insurance agent in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that member's interest shall immediately become subject to purchase by the professional

limited company in accordance with the operating agreement adopted by the members.

ARTICLE IX - MANAGEMENT

The company shall be managed by the Manager in accordance with regulations adopted by the Manager for the management of the business and affairs of the company as set out in the Operating Agreement. 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.

ARTICLE X. AMENDMENT

The company reserves the right to amend or repeal any provisions in these articles of organization in the manner provided by law. Any right conferred on the Manager is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 8th day of Sept, 2005.

Doreen R. Woodward
DOREEN R. WOODWARD

ACCEPTANCE BY REGISTERED AGENT

Having been designated as registered agent to accept service of process for the above-stated company, at the registered office above, I hereby accept said designation, agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office.

Doreen R. Woodward
DOREEN R. WOODWARD
Registered Agent

STATE OF FLORIDA
COUNTY OF FLAGLER

The foregoing instrument was acknowledged before me this 8th day of Sept, 2005, by **Doreen R. Woodward** who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

Regina Gutierrez
NOTARY PUBLIC
My Commission Expires:

