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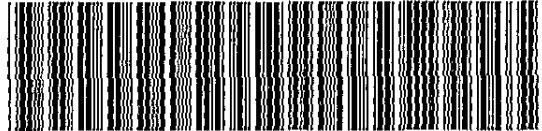
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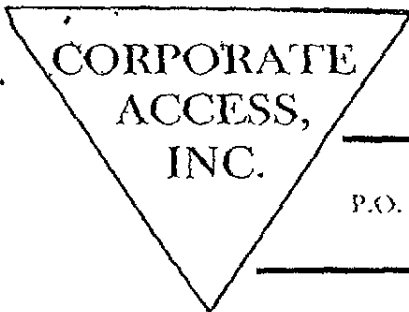
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LLC

1.

VENICE Insurance Group, LLC
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

ARTICLES OF ORGANIZATION
OF
VENICE INSURANCE GROUP, L.L.C.

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ARTICLE I.

PREAMBLE; FORMATION

The undersigned, KAREN H. ROBERTS and JOHN F. DOWD, TRUSTEE OF THE VIG TRUST, do hereby form a Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, titled as the "Florida Limited Liability Company Act," as hereinafter set forth.

ARTICLE II.

NAME; PLACE OF BUSINESS; AND REGISTERED AGENT

2.1 Name. The name of this Limited Liability Company shall be VENICE INSURANCE GROUP, L.L.C.

2.2 Place of Business. The principal place of business and the mailing address of the Limited Liability Company shall be 1521 S. Tamiami Trail, Venice, Florida 34285.

2.3 Registered Agent. The initial registered agent of the Limited Liability Company shall be JOHN F. DOWD, 1521 S. Tamiami Trail, Venice, Florida 34285.

ARTICLE III.

PERIOD OF DURATION

This Limited Liability Company is to exist perpetually.

ARTICLE IV.

MANAGEMENT

MANAGEMENT BY MANAGER

The Limited Liability Company is to be managed by a Manager. The name and address of the Manager is as follows: JOHN F. DOWD, 1521 S. Tamiami Trail, Venice, Florida 34285.

ARTICLE V.

DELEGATION OF MANAGEMENT

The Members have the power and authority to delegate to one or more other persons the Members' rights and powers to manage and control the business and affairs of the Limited Liability Company as set forth in Florida Statute 608.4236. The Members herein establish the offices of President, Secretary and Treasurer and the holders of such offices shall have the customary powers, authorities, duties and responsibilities of the President, Secretary and Treasurer of a corporation with regard to the affairs of this Limited Liability Company. The initial officers of this Limited Liability Company and their addresses are as follows:

WILLIAM D. WILLSON	President
1521 S. Tamiami Trail	
Venice, FL 34285.	

SONNY J. SMITH
1521 S. Tamiami Trail
Venice, FL 34285

Secretary and
Treasurer

ARTICLE VI.

NOTICE TO MEMBERS

All notices to the Members pursuant to these Articles shall be in writing and shall be deemed effective when given by personal delivery or by certified mail, return receipt requested.

ARTICLE VII.


AMENDMENTS

These Articles may be amended at any time and from time to time by vote by unanimous agreement of the Members, and such amendments shall be filed with the Department of State.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this 14 day of October, 2005.

"Members"

KAREN H. ROBERTS


JOHN F. DOWD, TRUSTEE OF THE
VIG TRUST

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, a duly authorized Notary Public, personally appeared KAREN H. ROBERTS and JOHN F. DOWD, TRUSTEE OF THE VIG TRUST, Members, to me known to be the persons described as subscribers herein, who are personally known to me, who executed the foregoing, and they acknowledged before me that they subscribed to the said Articles of Organization.

WITNESS my hand and official seal in the State and County aforesaid, this 14 day of October, 2005.



DENISE A. ROLPH
MY COMMISSION # DD 331600
EXPIRES: September 30, 2008
Bonded Thru Budget Notary Services

Denise A. Rolph
DENISE A. ROLPH
(Typed, printed or stamped
name of Notary Public)

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 agent/registered office, in the State of Florida.

1. The name of the Limited Liability Company is VENICE INSURANCE GROUP, L.L.C.

2. The name and address of the registered agent and office is JOHN F. DOWD, 1521 S. Tamiami Trail, Venice, Florida 34285.

Dated: 10/14/05


KAREN H. ROBERTS

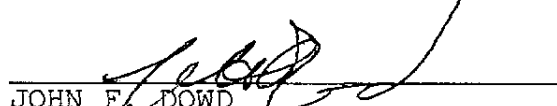
Dated: 10/14/05


JOHN F. DOWD, TRUSTEE OF THE
VIG TRUST

ACCEPTANCE

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.

Dated: 10/14/05


JOHN F. DOWD