

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

KEMPTON FINANCIAL GRP, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

5322 LAND O LAKES BLVD
LAND O LAKES, FL. US 34639

The mailing address of the Limited Liability Company is:

PO BOX 1194
LAND O LAKES, FL. US 34639

Article III

The purpose for which this Limited Liability Company is organized is:

INSURANCE & FINANCE; LIFE, HEALTH & VARIABLE CONTRACTS

Article IV

The name and Florida street address of the registered agent is:

ARTHUR A KEMPTON III
5322 LAND O LAKES BLVD
LAND O LAKES, FL. 34639

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.

Registered Agent Signature: ARTHUR A. KEMPTON, III

Article V

The effective date for this Limited Liability Company shall be:

01/15/2007

Signature of member or an authorized representative of a member

Signature: ARTHUR A. KEMPTON, III