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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
CODE SMITH BENEFITS, LLC

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18 JUN -8 AM 11:21

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SECRETARY OF STATE  
TAMPA, FLORIDA

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
CODE SMITH BENEFITS, LLC**

\*\*\*\*\*

CODE SMITH BENEFITS, LLC, a Florida limited liability company (the "Company"), does hereby certify as follows:

1. The original Articles of Organization of the Company were filed with the Florida Department of State on December 12, 2007 (Florida Division of Corporations document number I07000123190).

2. Under the provisions of the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes*, and pursuant to Section 605.0202, *Florida Statutes*, and the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621, *Florida Statutes*, the Company's Articles of Organization are hereby amended and restated in their entirety as follows:

\*\*\*\*\*

**ARTICLES OF ORGANIZATION  
OF  
CODE SMITH BENEFITS, PLLC**

The undersigned, acting as an authorized representative of the members of the above captioned Professional Limited Liability Company, under the provisions of the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes*, and the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621, *Florida Statutes*, adopts the following Articles of Organization:

**ARTICLE I  
NAME & ADDRESS**

The name of this professional limited liability company is **CODE SMITH BENEFITS, PLLC** (the "Company"). The principal office and mailing address of the Company is 4830 W. Kennedy Blvd., Suite 875, Tampa, Florida 33609.

**ARTICLE II  
EFFECTIVE DATE**

The Company commenced its existence upon the filing of the original Articles of Organization with the Florida Secretary of State.

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**ARTICLE III**  
**PURPOSE OF ORGANIZATION**

The Company is organized to provide insurance products related to life and health insurance, and advice related to those products through its duly licensed members, managers, officers, employees and agents, perform all activities appropriate to the rendition of such services and own property and invest its funds as authorized by applicable Florida law.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Company shall be 4830 W. Kennedy Blvd., Suite 875, Tampa, Florida 33609, and the registered agent of the Company at such address is Brian E. Code.

**ARTICLE V**  
**OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

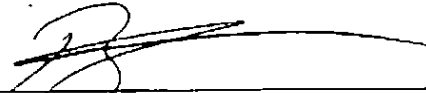
**ARTICLE VI**  
**MANAGEMENT OF THE COMPANY**

The Company shall be managed by a manager or managers who shall be elected by the member(s) in the manner set forth in the Company's Operating Agreement. The managers are Brian E. Code and Jordan P. Code.

**ARTICLE VII**  
**INDEMNIFICATION**

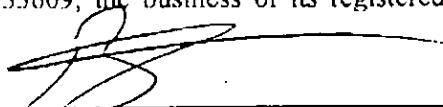
If the criteria set forth in Section 605.0408, *Florida Statutes*, or any successor statute, and any criteria set forth in the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his, her or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by Section 605.0408, *Florida Statutes*.

IN WITNESS WHEREOF, the undersigned authorized representative of the members has executed these Articles of Organization this 1st day of June, 2018.

  
\_\_\_\_\_  
Brian E. Code, Authorized Representative

**CERTIFICATE DESIGNATING  
REGISTERED AGENT**

Pursuant to the provisions of Chapter 605, *Florida Statutes*, CODE SMITH BENEFITS, PLLC, desiring to organize as a professional limited liability company under the laws of the State of Florida, by action of its members, hereby designates Brian E. Code, as its registered agent for the purpose of accepting service of process within such state and designates 4830 W. Kennedy Blvd., Suite 875, Tampa, Florida 33609, the business of its registered agent, as its Registered Office.

  
\_\_\_\_\_  
Brian E. Code, Authorized Representative

**ACKNOWLEDGMENT**

The undersigned hereby accepts the appointment as Registered Agent of the above named Company and agrees to act as such in accordance with the provisions of Chapter 605, *Florida Statutes*.

  
\_\_\_\_\_  
Brian E. Code

\*\*\*\*\*

3. The foregoing Amended and Restated Articles of Organization were duly executed and are being filed in accordance with Section 605.0202, *Florida Statutes*.

4. These Amended and Restated Articles of Organization shall become effective at the time of their filing by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned authorized representative of the members of the Company has executed these Amended and Restated Articles of Organization this 1st day of June, 2018.

CODE SMITH BENEFITS, LLC

By: 

\_\_\_\_\_  
Brian E. Code, Managing Member