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To: Division of Corporations
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From: Account Name : BRICKLEMYER SMOLKER & BOLVES, P.A.
Account Number : I20010000156
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Hippo USA, LLC

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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
HIPPO USA, LLC**

The undersigned members hereby execute these Articles of Organization for the purpose of forming a limited liability company in accordance with Chapter 608, Florida Statutes.

**ARTICLE 1
Name**

The name of this limited liability company shall be: Hippo USA, LLC.

**ARTICLE 2
Mailing Address and Street Address**

The mailing address and the street address of the principal office of this limited liability company is: 3630 West Kennedy Boulevard, Tampa, Florida 33606.

**ARTICLE 3
Registered Agent**

The initial registered agent of this limited liability company is Brian A. Bolves, whose mailing address and street address is 500 E. Kennedy Boulevard, Suite 200, Tampa, Florida 33602. This limited liability company shall have the right to change such registered agent and such registered office from time to time, as provided by law.

**ARTICLE 4
Management**

This limited liability company shall be managed by one or more managers, as more fully described in the Operating Agreement of this limited liability company.

IN WITNESS WHEREOF, the undersigned Gerald A. Fraser, Member has executed these Articles of Organization for the uses and purposes therein stated.


Gerald A. Fraser, Member

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HIPPO USA, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Brian A. Bolves, having been named as registered agent to accept service of process for the above-named limited liability company at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 608.415 Florida Statutes.

DATED this 23rd day of December, 2008.


Brian A. Bolves

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