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L. SELLERS

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From:

Account Name

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Phone Pax Number : (904)359-2000

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EXAMINER

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FLORIDA/FOREIGN LIMITED LIABILITY CO. **CLIENT FIRST ANNUITY EXCHANGE, LLC**

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ONE INDEPENDENT DRIVE, SUITE 1300
JACKSONVILLE, FLORIDA 32202-5017
P. O. BOX 240
JACKSONVILLE, FLORIDA 32201-0240
TELEPHONE: 904.359.2000
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From:	Helen Todd
Email Address:	HTodd@foley.com
Sender's Direct Dial:	904/359-8715
Date:	1/13/2010
Client Matter No:	022827-0102
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MESSAGE:

Thanks, Helen Todd Legal Assistant to Robert S. Bernstein, Partner Luther F. Sadler, Jr. and Jeffrey J. Jones, Retired and Valerie R. Hodge, Paralegal FOLEY & LARDNER, LLP One Independent Drive, Suite 1300 Jacksonville, Florida 32202 Telephone (904) 359-2000 Facsimile (904) 359-8700 "The turtle only makes progress when he sticks his head out."

SECRETA

CONFIDENTIALITY NOTICE: THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS INTENDED ONLY FOR THE PERSONAL AND CONFIDENTIAL USE OF THE DESIGNATED RECIPIENTS NAMED ABOVE. THIS MESSAGE MAY BE AN ATTORNEY-CLIENT COMMUNICATION, AND AS SUCH IS PRIVILEGED AND CONFIDENTIAL. IF THE READER-OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT OR ANY AGENT RESPONSIBLE FOR DELIVERING IT TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT YOU HAVE RECEIVED THIS DOCUMENT IN ERROR, AND, THAT ANY REVIEW, DISSEMINATION, DISTRIBUTION OR COPYING OF THIS MESSAGE IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US BY MAIL. THANK YOU.

Fax Audit No. H10000008518-3

Page 3

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: CLIENT FIRST ANNUITY EXCHANGE, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company are: 902 Clint Moore Road, Suite 104, Boca Raton, FL 33487.

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:

Todd, Helen I.

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

F&L Corp.

Name

One Independent Drive, Suite 1300

Florida street address (P.O. Box NOT acceptable)

Jacksonville, F1. 32202

City, State, and Zip

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 completed performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

F&L CORP.

Chauncey W. Lever, Jr.

Authorized Signatory

(An additional article must be added if an effective date is requested)

ure of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Robert S. Bernstein, Authorized Representative of Member Typed or printed name of signee

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