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JUL 22 2010
EXAMINER



ACCOUNT NO. : 120000000195

REFERENCE: 454489 9

AUTHORIZATION :

COST LIMIT : \$ 135.00

ORDER DATE : July 22, 2010

ORDER TIME : 9:44 AM

ORDER NO. : 454489-005

CUSTOMER NO:

9796A

DOMESTIC FILING

NAME:

LEGENDS INSURANCE SOLUTIONS,

LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS:



## ARTICLES OF ORGANIZATION LEGENDS INSURANCE SOLUTIONS, LLC

Pursuant to the provisions of the Florida Limited Liability Company Act, FLA. STAT. § 608.401, et seq. (the "Florida LLC Act"), the undersigned hereby certifies that the persons named herein as Members have associated themselves for the purpose of a limited liability company under the laws of the State of Florida, and hereby adopt the following Articles of Organization as the Charter and authority for the conduct of business of such limited liability company:

#### **ARTICLE I: NAME**

The name of the limited liability company shall be LEGENDS INSURANCE SOLUTIONS, LLC (the "Company").

#### ARTICLE II: PURPOSE

The Company is organized for the following putposes: (A) to receive and expend funds from insurance commissions; (B) to accomplish any lawful activity or business whatsoever, or which shall at any time and from time to time appear to the Manager of the Company to be necessary, desirable, or appropriate for the protection of the Company and/or its assets; (C) to exercise all powers necessary to or reasonably connected with the Company's business, which may be legally exercised under the Florida *LLC* Act; and (D) to engage in and perform all activities necessary, customary, convenient, or incident to any of the foregoing as the Manager may deem prudent and advisable.

#### ARTICLE III: EFFECTIVE DATE: TERM

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State, and shall thereafter continue in existence perpetually, unless earlier dissolved or extended in accordance with the Operating Agreement of Legends Insurance Solutions, LLC (the "Operating Agreement"), and/or the Florida LLC Act.

#### ARTICLE IV: INITIAL MEMBERS

The name and address of the initial Members are:

Mitchell J. Weinstein 3115 Legends Circle Lakeland, FL 33803

Margaret Weinstein 3115 Legends Circle Lakeland, FL 33803

#### ARTICLE V: DISSOLUTION

Upon the occurrence of any Dissolution Event (as defined in the Operating Agreement of the Company), the Company shall be deemed to have dissolved unless, within ninety (90) days after such date, the Members affirmatively agree in writing to continue the business of the Company.

Upon dissolution, the Company shall cease to carry on its business, except as otherwise permitted by Florida law, and the Manager shall file a statement of commencement of winding up and publish notices in accordance with the Florida Limited Liability Company Act.

# ARTICLE VI: COMPANY ADDRESS; REGISTERED OFFICE ADDRESS; REGISTERED AGENT

The mailing address and street address of the principal office of the Company shall be 4634 Gulfstarr Drive, Destin, FL 32541. D. Michael Chesser, Esquire, whose address is 1201 Eglin Parkway, Shalimar, FL 32579, shall be the initial registered agent to accept service of process in the State of Florida and 1201 Eglin Parkway, Shalimar, FL 32579, shall also be the street address of the initial registered office of the Company.

#### ARTICLE VII: CAPITAL CONTRIBUTIONS

The Members shall contribute cash and/or additional property from time-to-time in accordance with the provisions of the Operating Agreement.

#### ARTICLE VIII: MANAGEMENT

Management of the Company shall be vested in the following Members whose names and addresses are as follows:

Mitchell J. Weinstein 3115 Legends Circle Lakeland, FL 33803

Margaret Weinstein 3115 Legends Circle Lakeland, FL 33803

### ARTICLE IX: RESTRICTIONS ON MEMBERSHIP

Members shall be admitted as set forth in the Operating Agreement. Contributions

required of new Members shall be determined by the Members as of the time of admission to the company.

Except as otherwise specifically provided in the Operating Agreement, a Member's interest, or any part thereof, in the Company may not be sold or otherwise transferred unless the Member is in compliance with the terms of the Operating Agreement.

# ARTICLE X: OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement governing this Company shall be vested in the Members.

#### ARTICLE XI: INDEMNIFICATION

If the criteria set forth in FLA. STAT. § 608.4229, or any successor statute, have been met, then the Company shall indemnify any Manager or Member, or former Manager or Member, his or her personal representative, devises or heirs, in the mariner and to the extent contemplated by FLA. STAT. § 608.4229.

contemplated by FLA. STAT. § 608.4229. IN WITNESS WHEREOF, the undersigned hereby certifies that the foregoing constitutes the ARTICLES OF ORGANIZATION OF LEGENDS INSURANCE SOLUTIONS, LLC, and these Articles of Organization were executed by the undersigned Members in Okaloosa County, Florida on this 9 , 2010. Weinstein Initial Member Initial Member STATE OF 7 lords
COUNTY OF Polh On this 9th day of he 2009, before me personally appeared Mitchell Weinstein and Margaret Weinstein Tho are Members of a Florida limited liability company to be formed, to me personally known to be the person who executed the foregoing, or identification and who produced

acknowledged before me that they executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and

State aforesaid

MARY JANE MCCALL
MY COMMISSION # DD 689002
EXPIRES: September 23, 2011
Bonded Thru Notury Public Underwritere

Mary Jane Metall NOTARY PUBLIC MARY JAWE Metall

#### DESIGNATION OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, the following statement is submitted:

Legends Insurance Solutions, LLC a limited liability company duly organized and existing under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named:

D. Michael Chesser, Esquire 1201 Eglin Parkway Shalimar, FL 32579

as its registered agent to accept service of process in the State of Florida.

#### ACCEPTANCE BY THE REGISTERED AGENT

D. Michael Chesser, Esquire