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(Business Entity Name)

(Document Number)

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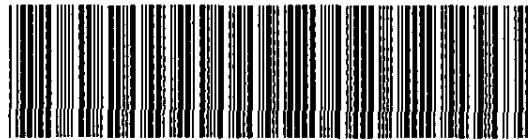
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**DATE:** 12-28-2011

**NAME:** ADVANCE BENEFITS LLC

EFFECTIVE DATE 1/1/2012

**TYPE OF FILING:** ARTICLES OF CONVERSION

**COST:** \$150

**RETURN:** *Plain copy*

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**ACCOUNT:** FCA000000015

**AUTHORIZATION:** ABBIE/PAUL HODGE

*[Signature]*

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EFFECTIVE DATE 1/1/2012

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** ADVANCE BENEFITS, LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

LAURIE BERGSTRESSER

(Contact Person)

BAKER & HOSTETLER LLP

(Firm/Company)

200 S. ORANGE AVE., STE. 2300

(Address)

ORLANDO

FL

32801

(City, State and Zip Code)

jpuls@rxoptions.net

E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

LAURIE BERGSTRESSER

at ( 407 ) 649-4287

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees  
(\$25 for Conversion  
& \$125 for Articles  
of Organization)

☐ \$155.00 Filing Fees  
and Certificate of  
Status

☐ \$180.00 Filing Fees  
and Certified Copy

☐ \$185.00 Filing Fees,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 DEC 28 AM 9:04

EFFECTIVE DATE 1/1/2012  
CERTIFICATE OF CONVERSION  
FOR  
OTHER BUSINESS ENTITY  
INTO  
FLORIDA LIMITED LIABILITY COMPANY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 DEC 28 AM 9:04

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Other Business Entity into a Florida Limited Liability Company in accordance with 607.1113 and 608.439, Florida Statutes.

1. The name of the Other Business Entity immediately prior to the filing of this Certificate of Conversion is ADVANCE BENEFITS, INC. P01000115091

2. The Other Business Entity is a corporation first organized under the laws of the State of Florida on December 3, 2001.

3. The Other Business Entity is converting into ADVANCE BENEFITS, LLC, a Florida limited liability company (the "LLC"), to be formed pursuant to the attached Articles of Organization, the address of the principal office of which is set forth therein.

4. The Plan of Conversion has been approved by the Other Business Entity in accordance with Chapter 607, Florida Statutes and the conversion of the Other Business Entity into the LLC is otherwise in compliance with Chapters 607 and 608, Florida Statutes.

5. The conversion shall become effective as of 12:00 a.m. on January 1, 2012.

6. The LLC has agreed to pay any shareholder having appraisal rights the amounts which they are entitled under §607.1301-607.1333.

7. The Other Business Entity currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be executed on the 12th day of December, 2011.

ADVANCE BENEFITS, INC., a  
Florida corporation

By: Barry P. Katz  
Barry Katz, President

ADVANCE BENEFITS, LLC, a  
Florida limited liability company

By: Barry Katz  
Barry Katz, President

EFFECTIVE DATE 1/1/2012  
ARTICLES OF ORGANIZATION  
OF  
ADVANCE BENEFITS, LLC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 DEC 28 AM 9:04

ARTICLE I

Name and Duration

The name of this Limited Liability Company is ADVANCE BENEFITS, LLC (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE II

Principal Office

The mailing address and street address of the principal office of the Company is 3710 Corporex Park Drive, Suite 215, Tampa, Florida 33619, or such other place as the members of the Company may determine from time to time.

ARTICLE III

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 3710 Corporex Park Drive, Suite 215, in the City of Tampa, County of Hillsborough, State of Florida 33619. The name of the registered agent at such address is James M. Puls.

ARTICLE IV

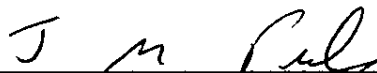
The Company shall be member-managed and the name and address of the Member is as follows:

First Florida Insurers of Tampa, Inc.  
3710 Corporex Park Drive  
Suite 215  
Tampa, Florida 33619

ARTICLE V

The effective date of the filing of these Articles of Organization is 12:00 a.m. on January 1, 2012.

DATED as of the 12 day of December, 2011.

  
James M. Puls, authorized person

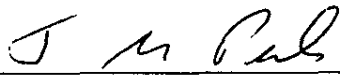
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 608.415, ADVANCE BENEFITS, LLC submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is ADVANCE BENEFITS, LLC.
2. The name and address of the registered agent and office is: James M. Puls, 3710 Corporex Park Drive, Suite 215, City of Tampa, County of Hillsborough, State of Florida 33619.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: December 12, 2011.

  
\_\_\_\_\_  
James M. Puls