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SECRETARY OF STATE
ALLAHASSEE, FLORIDA



Attorneys at Law

One Tampa City Center Suite 2700 Tampa, FL 33602 Tel 813.273.6677 Fax 813.223.2705

www.bmolaw.com

November 15, 2012

Florida Division of Corporations Clifton Building 2661 Executive Center circle Tallahassee, Florida 32301

Via UPS Delivery

Re: Agile Assurance (USA), LLC

Dear Sir or Madam:

Enclosed for filing are the Articles of Organization ("Articles") of Agile Assurance (USA), LLC. Also enclosed is this firm's check, number: 3490 in the amount of \$125.00, representing payment of the filing fees. Once the Articles have been filed, please return confirmation of same to our office.

If you have any questions, please do not hesitate to contact our office.

Sincerely,

Beverly M. Hartin, CP

Paralegal to Samuel P. Queirolo

Enclosures

ARTICLES OF ORGANIZATION OF AGILE ASSURANCE (USA), LLC

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The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a limited liability company under the laws of the State of Florida do set forth the following:

- 1. **NAME.** The name of the limited liability company is Agile Assurance (USA), LLC (hereinafter referred to as the "Company").
- 2. **PERIOD OF DURATION.** The period of duration of the Company shall be from the date of filing of its Articles of Organization until the first to occur of the following:
 - (i) Dissolution of the Company pursuant to the provisions of the Florida Limited Liability Company Act; or
 - (ii) By the mutual written agreement of a majority in ownership interest of the members of the Company (each a "Member" and, collectively, the "Members"); or
 - (iii) As provided for in a written Operating Agreement executed by all of the Members.
- 3. PURPOSE. The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.
- 4. ADDRESS OF PLACE OF BUSINESS. The initial mailing address and the street address of the place of business for the Company is 2402 West Cleveland Street, Tampa, Florida

- 33609. Such address may be changed from time to time as provided in the Operating Agreement.
- 5. <u>REGISTERED AGENT.</u> The initial registered agent in Florida for the Company is Sean Patrick Christopher, and the initial registered office is located at 2402 West Cleveland Street, Tampa, Florida 33609
- 6. <u>MEMBERS.</u> The Company shall have at least one (1) Member, and may admit additional Members upon the prior unanimous written agreement of the then existing Members, or as otherwise provided in the Operating Agreement.
- 7. <u>CONTINUITY OF BUSINESS.</u> Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members (if any) of the Company.
- 8. MANAGEMENT. The management of the Company shall be reserved to its members; provided, however, that the members may appoint one (1) or more managers (each, a "Manager") in the manner provided for in the Operating Agreement. Any Manager may be (but is not required to be) a Member of the Company. The Manager(s) shall oversee the day-to-day operations of the Company and shall have the power and responsibilities provided for in the Operating Agreement.
- 9. <u>INDEMNIFICATION.</u> Except as expressly provided otherwise in the Operating Agreement, the Company shall indemnify any Member or former Member to the full extent permitted under the Florida Limited Liability Company Act.

Executed in Tampa, Florida, this 15^{ik} day of November, 2012.

Agile Assurance (USA), LLC, a Florida limited liability company

Sean Patrick Christopher

Member's Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Agile Assurance (USA), LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by Agile Assurance (USA), LLC.

Executed this 15th day of November, 2012.

Sean Patrick Christopher

Registered Agent