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EXECUTIVE DIRECTOR  
J. ANDREW KELLER, III, C.F.A.

July 17, 1996

Division of Corporations  
Florida Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: PLI Insurance Agency of Florida, L.C.  
Formation of Limited Liability Company

Dear Division of Corporations:

Enclosed for filing please find two originals and one copy of the Articles of Organization, Affidavit of Membership and Contributions, and a Certificate of Designation of Registered Agent/Registered Office for PLI Insurance Agency of Florida, L.C.

Please file these Articles, Affidavit, and Certificate of Designation, certify one copy, and stamp the other copies "Filed."

I have enclosed a check in the amount of \$337.50 for the filing and certification fees. Our messenger will pick up the certified and stamped copies after 11:00 a.m. on Friday, July 19, 1996.

Via Hand Delivery

400001898034  
-07/18/96--01054--009  
\*\*\*\*\*337.50 \*\*\*\*\*337.50

FILED  
96 JUL 17 PM 1:06  
RECEIVED  
96 JUL 17 AM 11:29  
DIVISION OF CORPORATIONS

SAB  
7/17/96

KATZ, KUTTER, HAIGLER, ALDERMAN, MARKS, BRYANT & YON, P. A.

Division of Corporations

July 17, 1996

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Please call me if you have any questions or require additional information. Thank you for your assistance in this matter.

Very truly yours,

A handwritten signature in dark ink, appearing to read "Nancy M. Burke". The signature is fluid and cursive, with the first name "Nancy" being more prominent.

Nancy M. Burke

cc: Linda Walker, Esq.  
William Epstein, Esq.

Enclosuress

ARTICLES OF ORGANIZATION  
OF  
PLI INSURANCE AGENCY OF FLORIDA, L.C.

FILED

96 JUL 17 PM 3:10

NOTED  
TALLAHASSEE  
STATE  
FLORIDA

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

Article 1 - Name

The name of this limited liability company is PLI Insurance Agency of Florida, L.C. (the "Company").

Article 2 - Duration

The Company shall exist from the date of filing these Articles with the Department of State until the earlier of thirty (30) years from the date of filing or the occurrence of any of the events specified in the Regulations or in Florida Statutes, Section 608.441, unless continued by the remaining members pursuant to the Company's Regulations.

Article 3 - Mailing Address and Street Address

The Company's mailing address and street address is 7777 West Glades Road, Suite 110, Boca Raton, Florida 33434.

Article 4 - Registered Agent and Office

The name of the initial registered agent of the Company is C T Corporation. The street address of the initial registered agent of the Company is 1200 South Pine Island Road, Plantation, Florida 33324.

Article 5 - Additional Members

Additional members to the Company may be admitted, but only pursuant to the Company's Regulations.

Article 6 - Termination of Membership

If a member of the Company dies, retires, resigns, is expelled, is dissolved, is subject to a petition in bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may continue the business of the Company pursuant to the Company's Regulations.

Article 7 - Management of the Company

The Company will be managed by managers and a management committee, as further provided in the Company's Regulations. The

only parties authorized to bind the Company are the managers. The following persons will initially be the managers:

Mr. Herbert Gimelstob  
(Chairman)  
4330 Live Oak Blvd.  
Delray Beach, Florida 33445

Mr. Jack Lipsey  
(Managing Partner)  
4573 White Cedar Lane  
Delray Beach, Florida 33445

Ms. Elaine Gimelstob  
4330 Live Oak Blvd.  
Delray Beach, Florida 33445

Mr. Robert Lynyak  
4 Woodstone Road  
Chester, New Jersey 07930

#### Article 8 - Regulations

The Members, upon joint agreement, shall have the power to adopt, alter, amend, or repeal Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

#### Article 9 - Date of Existence of the Company

The existence of the Company shall commence on the date of filing the Articles of Organization with the Florida Department of State.

The undersigned executed these Articles of Organization this 15<sup>th</sup> day of July, 1996.

PERSONAL LINES INSURANCE BROKERAGE, INC.

By: Robert M. Lynyak  
Name: Robert M. Lynyak  
Title: Chairman + CEO.

GIMELSTOB REALTY, INC.,  
a Florida corporation doing business as  
GIMELSTOB REALTY-BETTER HOMES & GARDENS

By: Herbert Gimelstob  
Name: HERBERT GIMELSTOB  
Title: PRESIDENT

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

FILED  
96 JUL 17 PM 3:10  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: PLI Insurance Agency of Florida, L.C.
2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM  
1200 South Pine Island Road  
Plantation, Florida 33324

**REGISTERED AGENT ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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 complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By

  
(Signature)  
**TIMOTHY E. CARLSON**  
**ASSISTANT SECRETARY**

(Name of Officer)

(Title of Officer)

7/5/96

(Date)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF  
PLI INSURANCE AGENCY OF FLORIDA, L.C.**

The undersigned member or authorized representative of a member deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the members is \$20,000.00;
- 3) if any, the agreed value of property other than cash contributed by members is \$0; and
- 4) the total amount of cash or property anticipated to be contributed by members is \$20,000.00. This total includes amounts from 2 and 3 above.

GIMELSTOB REALTY, INC.,  
a Florida corporation doing business as  
GIMELSTOB REALTY-BETTER HOMES & GARDENS

By: *Herbert Gimelstob*  
Name: HERBERT GIMELSTOB  
Title: PRESIDENT

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

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Affidavit of Membership and Contributions of PLI Insurance Agency of Florida, L.C. was subscribed before me this 15th day of July, 1996, by Herbert Gimelstob, of Gimelstob Realty Inc., a Florida corporation doing business as Gimelstob Realty-Better Home & Gardens, who is personally known to me or who has produced a driver's license as identification and who did take an oath.

*Mary Queenborough*  
Notary Public  
My Commission Expires:

