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GOVERNMENTAL CONSULTANCE.

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["NOT A MEMBER OF 1,0010A Ban"]

ERECUTIVE DIRECTOR.
J. ANDREW RELLETS, ID. C.P.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.

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

Division of Corporations July 17, 1996 Page 2

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

Very truly yours,

Many M. Box Nancy M. Burke

cc: Linda Walker, Esq.

William Epstein, Esq.

Enclosuress

ARTICLES OF ORGANIZATION

PLI INSURANCE AGENCY OF FLORIDA, L.C.

96 JUL 17 PH 3-10

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

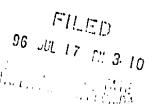
The Members, upon joint agreement, shall have the power to adopt, altor, amend, or repeal Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

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 is day of July, 1996.

PERSONAL LINES INSURANCE BROKERAGE, INC.
By: Libert m. Kjugat
Name: Robert M. Lynyak
Title: Chairman + CEO.
GIMELSTOB REALTY, INC.,
GIMELSTOB REALTY, INC., a Florida corporation doing business as
a Florida corporation doing business as GIMELSTOP REALTY-BETTER HOMES & GARDENS
a Florida corporation doing business as GIMELSTOP REALTY-BETTER HOMES & GARDENS
a Florida corporation doing business as GIMELSTON REALTY-METTER HOMES GARDENS By:
a Florida corporation doing business as GIMELSTOP REALTY-BETTER HOMES & GARDENS



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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 Math lank	
TIMOTHY E CARETUNE) ASSISTANT SECRETARY	
(Name of Officer)	
(Title of Officer)	_

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:

- the above named limited liability company has at least two members;
- the total amount of cash contributed by the members is 2) \$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: Namé: HELBERT (THEISTOR

Title:

PESIDENT

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 /504 day of July, 1996, by //www.gorg. of Gimelstob Realty Inc., a Florida corporation doing business as Gimelstob Realty-Better Home & Gardens, who is <u>personally known to me</u> or who has produced a driver's license as identification and who did take an oath.

> Mary Quentorore Notary Fublic

My Commission Expires:

