

L970000000314

Lewis & White

Requestor's Name

206 W. College Ave Suite 301

Address

Tallahassee FL 32301 (850) 425-5000

City/State/Zip

Phone #

10/4

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CREATIVE BENEFITS

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

L97-314

☒ Walk in

☒ Pick up time

☒ Mail out

☐ Will wait

☐ Photocopy

☒ Certified Copy

☒ Certificate of Status

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT -4 PM 3:18

RECEIVED  
99 OCT -4 AM 11:31

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32301

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

400003003854-7  
-10/04/99-01059-003  
\*\*\*\*\*60.00 \*\*\*\*\*60.00

Call when Ready  
425-5000



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 5, 1999

LEWIS & WHITE

SUBJECT: CREATIVE BENEFITS, L.C.  
Ref. Number: L97000000314

We have received your document for CREATIVE BENEFITS, L.C. and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

In Article II, you state that the company was organized on March 14, 1998, however, our records show that it was organized on March 14, 1997, please refer to the attached print out, and correct the date, also, the Affidavit is no longer required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 199A00048187

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
CREATIVE BENEFITS, L.C.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT -4 PM 3:18

The Articles of Organization of the Company are hereby restated pursuant to Chapter 608, Section 608.411 Florida Statutes as follows:

**ARTICLE I**

*Name and Address of Company*

The name of the limited liability company (hereinafter referred to as the "Company") is Creative Benefits, L.C. The Company's street address is 1220 E. Park Avenue, Tallahassee FL 32301.

**ARTICLE II**

*Commencement and Duration of Company*

The Company, which was organized as Interactive Communications of America, L.C., on March 14, 1997, and changed its name to Creative Benefits, L.C., on October 27, 1998, shall exist from the date of filing its original Articles with the Florida Department of State until the occurrence of any of the events specified in Section 608.441, unless continued by the unanimous consent of all of the remaining members.

**ARTICLE III**

*Management*

The following persons shall serve as the Company's initial managers and shall serve until the first annual meeting of the membership or until their successor is elected and qualified:

Peter D. Smith  
Managing Director  
1220 E. Park Avenue  
Tallahassee FL 32301

Robert F. Lee  
Manager - Finance/Secretary  
118 N. Monroe Street  
Tallahassee FL 32301

James W. Geiger  
Chairman - Board of Managers  
1220 E. Park Avenue  
Tallahassee FL 32301

Phil T. Mortimer  
P. O. Box 800734  
Adventura FL 33280

Thereafter, the Company will be managed by a manager or managers elected annually, as provided in the regulations of the Company.

#### ARTICLE IV

##### *Admission of Additional Members*

Additional members may be admitted to the Company but only if all the current members agree to the admission of the additional members and to the terms of such admission.

#### ARTICLE V

##### *Termination of Membership*

If a member of the Company dies, retires, resigns, is expelled, declared insane, becomes bankrupt, is dissolved or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

#### ARTICLE VI

##### *Registered Agent and Office*

The name of the Company's registered agent is James W. Geiger and the street address of the Company's initial registered office is 1220 East Park Avenue, Tallahassee Florida 32301.

#### ARTICLE VII

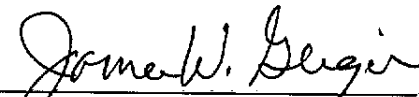
##### *Operating Agreement and Regulations*

The members of the Company have the power to adopt, alter, amend, or repeal the operating agreement and regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

IN WITNESS WHEREOF, the undersigned member of the Company has caused the execution of these Amended and Restated Articles of Organization by its duly authorized officer on this 4<sup>th</sup> day of October, 1999.

PUBLIC EMPLOYEES SERVICES  
COMPANY

By: \_\_\_\_\_

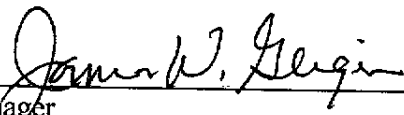
  
James W. Geiger, President

MEMBER

**CERTIFICATE OF RESIDENT AGENT AND OFFICE DESIGNATION**

IN COMPLIANCE with Section 608.415, Florida Statutes, CREATIVE BENEFITS, L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1220 E. Park Avenue, Tallahassee, Florida 32301, names James W. Geiger as its resident agent and 1220 E. Park Avenue, Tallahassee, Florida 32301, as the resident office.

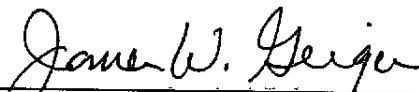
Executed:

  
Manager

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

HAVING BEEN NAMED to accept service of process for the above named Company, at the place designated above, I hereby accept the appointment and agree to act in such capacity; and, further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent.

Executed:

  
James W. Geiger, Registered Agent