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LIMITED LIABILITY COMPANY

NIA/Kornreich of Miami, LLC

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ARTICLES OF ORGANIZATION
OF
NIA/KORNREICH OF MIAMI, LLC

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

ARTICLE I - NAME

The name of the limited liability company is NIA/KORNREICH OF MIAMI, LLC (the "Company").

ARTICLE II - DURATION

The period of duration for the Company shall be perpetual.

ARTICLE III - ADDRESS

The mailing address and street address of the principal office of the Company is 14750 Palmetto Frontage Road, Suite 120, Miami Lakes, Florida 33016.

ARTICLE IV - REGISTERED AGENT

The Florida street address of the initial registered office of the Company is c/o CT Corporation Systems, 1200 South Pine Island Road, Plantation, Florida 33324 and the name of the initial registered agent of the Company at that address is CT Corporation Systems.

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS; TRANSFER OF INTERESTS

Additional members of the Company may be admitted by the member(s) in the manner specified from time to time in the Company's Regulations. A member may transfer its interest to another person or entity upon the prior consent of members holding an aggregate of at least ninety percent (90%) of the total outstanding interests. A member may transfer its interest to certain affiliates without first obtaining such prior consent provided that it satisfies the conditions specified in the Company's Regulations.

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TALLAHASSEE, FLORIDA

ARTICLE VI - MEMBER RIGHTS TO CONTINUE BUSINESS

If the Company is dissolved in accordance with the Company's Regulations, then the Company may be reconstituted and its business continued if all of the remaining members elect in writing to continue the business of the Company within 90 days after the date of any event triggering the dissolution of the Company, as set forth in the Company's Regulations.

ARTICLE VII - MANAGEMENT

The Company is to be managed by the members of the Company, as further provided in the Company's Regulations. The name and address of the initial members are:

NIA/Kornreich, LLC
521 Fifth Avenue
New York, NY 10175

Blanco Insurance Consultants, Inc.
6175 N.W. 153rd Street
Suite 400
Miami Lakes, FL 33014

ARTICLE VIII - ADOPTION OF REGULATIONS

The members shall have the right and power to adopt, alter, amend or repeal the Regulations of the Company. The Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law.

ARTICLE IX - DATE OF EXISTENCE

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

The undersigned executed these Articles of Organization effective on this 29th day of June, 1999.

NIA/KORNREICH, LLC, a Delaware limited liability company, a Member

By:

Name: James Kornreich

Title: Executive V.P.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of NIA/KORNREICH OF MIAMI, LLC certifies:

- 1) The above named limited liability company has at least one (1) member;
 - 2) The total amount of cash contributed by the members is: \$300,000
 - 3) The agreed value of property other than cash contributed by the members is:
Furniture, fixtures and office equipment \$47,000
Computer equipment \$24,000
 - 4) The total amount of cash and property contributed and anticipated to be contributed by the members is: \$71,000
- \$371,000**

NIA/KORNREICH, LLC, a Delaware limited liability company

By: James Kornreich
Name: James Kornreich
Title: Executive V.P.

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.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
OF
NIA/KORNREICH OF MIAMI, LLC**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: NIA/KORNREICH OF MIAMI, LLC
2. The name and the Florida street address of the registered agent are:

CT Corporation Systems
1200 South Pine Island Road
Plantation, Florida 33324

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.


(Signature)
VICKY GOLDSTEIN
SPECIAL ASSISTANT SECRETARY

6-30-99
(Date)

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