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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HunterMaclean

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July 7, 2006

VIA FEDEX

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

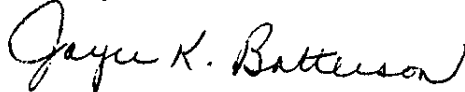
RE: Modern Mortgage, LLC; Our File No. 16583-1

Dear Division of Corporations:

Enclosed for filing, please find an original and one conformed copy of Articles of Organization for a Florida Limited Liability Company on behalf of Modern Mortgage, LLC (the "Articles"), along with a check in the amount of \$125.00, in payment of the associated filing fee and fee for the designation of Registered Agent. Please process the Articles at your earliest opportunity, and send confirmation of filing to my attention in the enclosed FedEx mailer.

In the event you have any questions or require additional information, please contact me immediately. Thank you.

Sincerely,



Joyce K. Batterson, ACP, CBA, RP
Advanced Certified Paralegal

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Modern Mortgage, LLC

(Must end with the words "Limited Liability Company," "Limited Company" or their abbreviation "LLC," or "L.C.,")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

2624 Oakgrove Avenue, St. Augustine, FL 32092

2624 Oakgrove Avenue, St. Augustine, FL 32092

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Joseph M. Sharon

Name

2624 Oakgrove Avenue

Florida street address (P.O. Box NOT acceptable)

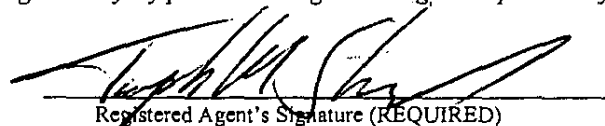
St. Augustine

FL 32092

City, State, and Zip

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TALLAHASSEE, FLORIDA

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 as provided for in Chapter 608, F.S.


Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

Joseph M. Sharon

2624 Oakgrove Avenue

St. Augustine, Florida 32092

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

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TALLAHASSEE, FLORIDA

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

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

Joseph M. Sharon, Manager and Member

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)