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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 9, 1998

LAZARUS CORPORATE FILING SERVICE, INC.

TALLAHASSEE, FL

SUBJECT: CITITITLE, L.C. Ref. Number: W98000020553

We have received your document for CITITITLE, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

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) 487-6025.

Cathy A Mitchell Corporate Specialist

Letter Number: 998A00045865

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

Name

The name of this limited liability company shall be CitiTitle, L.C.

ARTICLE II

<u>Address</u>

The address of the place of business of this limited liability company shall be: This is also the mailing address

814 Ponce de Leon Blvd., Suite 410 Coral Gables, Florida 33134

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ARTICLE III

Purpose

This limited liability company shall have the authority to engage in any activity or business permitted under the laws of the United States, the State of Florida, and the laws of any other jurisdiction wherein it may conduct business.

ARTICLE IV

Duration

This limited liability company shall have a period of duration of thirty (30) years from the date of filing these Articles of Organization with the Florida Department of State, unless earlier terminated as provided by law.

ARTICLE V

Managers

This limited liability company shall initially have two (2) managers. Management of this limited liability company shall be vested in its managers, provided, however, that no debt shall be contracted nor liability incurred by or on behalf of this company except by written agreement signed on behalf of the company by no less that two (2) of its managers. The members may, from time to time and at any time, change the number of managers of this limited liability company by written agreement of the members holding not less than fifty-one percent (51%) of the ownership interests in this limited liability company, provided, however, that there shall always be at least one manager. The managers need not be a citizen of the United States of America, or a resident of the State of Florida, or a member of the limited liability company. The names and addresses of the first managers to serve the first annual meeting of members or until their successors are elected and qualify are:

Antonio Rodriguez 814 Ponce de Leon Blvd., Suite 410 Coral Gables, Florida 33134

Reno Eiranova 814 Ponce de Leon Blvd., Suite 410 Coral Gables, Florida 33134

A vote of the members holding not less that fifty-one percent (51%) of the ownership interests of this limited liability company may terminate any existing managers of the company.

ARTICLE VI

Registered Agent

The name and address of the initial registered agent of this limited liability company shall be:

Antonio Rodriguez 814 Ponce de Leon Blvd., Suite 410 Coral Gables, Florida 33134

ARTICLE VII

Contributions

The amount of cash and the description and agreed value of other property contributed by the members to the capital of this limited liability company are:

Cash:

\$5,000

Total Contributions to capital

\$5,000

ARTICLE VIII

Additional Contributions

The members shall make additional capital contributions at such times and in such amounts as may from time to time be agreed upon by the consent of not less that fifty-one percent (51%) of the ownership in this company.

ARTICLE IX

Admission of Additional Members

The members of this limited liability company may admit additional members only upon the consent of not less than fifty-one percent (51%) of the ownership interests of them existing members.

ARTICLE X

Members Rights to Continue Business

The remaining members of this limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any other member of this limited liability company, or upon the occurrence of any other event which would terminate the continued membership of a member in this limited liability company.

ARTICLE XI

Regulations of the Company

The power to adopt, alter, amend, or repeal the Regulations of this limited liability company shall be vested in the members of the company and the vote shall be by the members holding not less that fifty-one percent (51%) of the ownership interests in the company.

ARTICLE XII

Voting

Votes of the members shall be in proportion to their contributions to the capital of the limited liability company, as adjusted from time to time to properly reflect any additional contributions or withdrawals. In the event of any conflict between the provisions of the regulations of this limited liability company and these Articles of Organization, the provisions of these Articles of Organization shall prevail.

The undersigned, being the initial subscriber of these Articles of Organization, for the purpose of forming a limited liability company pursuant to Chapter 608 of the Florida Statutes, do make, subscribe, acknowledge, and file these Articles of Organization

Antonio Rodriguez

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of CitiTitle, L.C. deposes and says:

1.	The above named limited liability company has at least two members.			
2.	The total amount of cash contributed by the member(s) is:	\$ 5,000		
3.	If any, the agreed value of property other than cash contributed by member(s) is:	\$		
4.	The amount of cash or property anticipated to be contributed by member(s) is:	S O SEP IO F		
5.	The total amounts of 2, 3 and 4 is:	\$ 5,000		
		State of the state		

Signature of a member or authorized representative of a member

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

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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: CitiTitle, L.C.
- 2. The name and address of the registered agent and office is:

Antonio Rodriguez 814 Ponce de Leon Blvd., Suite 410 Coral Gables, Florida 33134

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.

Sionature

Aug. 20, 1998

Date