

L00000011713



Thomas A. Hajda
Senior Vice President, General Counsel & Secretary
HomeAlliance Mortgage Company, LLC

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attention: Registration Section

000007890810--0
-09/20/02--01028--013
*****60.00 *****60.00

Dear Sir or Madam:

I have enclosed an executed copy of the Articles of Dissolution for HomeAlliance Mortgage Company, LLC, a limited liability company organized under the laws of the State of Florida (the "Company").

I have also enclosed a check in the amount of sixty dollars (\$60.00) for the following purposes:

\$25.00 Filing fee;
\$30.00 Certified copy fee; and
\$5.00 Certificate of status fee.

Finally, I have enclosed of copy of the Joint Unanimous Written Consent of the Board of Managers and the Single Member of the Company, pursuant to which all of the Board of Managers and the single Member of the Company consented to the dissolution of the Company.

My Contact information is as follows:

Thomas A. Hajda
Senior Vice President, General Counsel and Secretary
HomeAlliance Mortgage Company, LLC
8100 Nations Way
Jacksonville, Florida 32256
(904) 332-7604 (Direct Line)
(904) 296-6691 (Fax)

Name	(904) 296-6691 (Fax)
Availability	
Document	
Examine	Very truly yours, DCC
Updater	Thomas A. Hajda DCC
Updater	
Verifier	Thomas A. Hajda DCC
Acknowledgement	DCC
W. P. Verifier	DCC

Thank you for your attention to this matter.

FILED
02 OCT 10 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00000011713



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 24, 2002

THOMAS A. HAJDA
HOMEALLIANCE MORGAGE COMPANY, LLC
8100 NATIONS WAY
JACKSONVILLE, FL 32256

SUBJECT: HOMEALLIANCE MORTGAGE COMPANY LLC
Ref. Number: L00000011713

Upon receipt of your letter and/or check(s) totaling \$60.00, no document was found. Please send your document with any fees due to:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Please return a copy of this letter to ensure your money is properly credited.

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) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 402A00054180

**ARTICLES OF DISSOLUTION
FOR
HOMEALLIANCE MORTGAGE COMPANY, LLC**

Pursuant to Fla. Stat. Section 608.445, the limited liability company identified below adopts the following Articles of Dissolution:

1. Name of Limited Liability Company. The name of the limited liability company is HomeAlliance Mortgage Company, LLC (the "Company").

2. Effective Date of Dissolution. The effective date of the Company's dissolution is September 27, 2002.

3. Occurrence Resulting in Dissolution. The Company was dissolved pursuant to the written consent of the single Member of the Company pursuant to Fla. Stat. 608.441(1)(c).

4. Payment of Debts and Obligations. All debts, obligations and liabilities of the Company have been paid or discharged.

5. Distribution of Property and Assets to Single Member. All remaining property assets have been distributed to its single Member in accordance with its rights and interests.

6. Suits Pending. Adequate provision has been made for the satisfaction of any judgment, order or decree, which may be entered against it in any pending suit.

ALLIANCE MORTGAGE COMPANY
Single Member of HomeAlliance Mortgage Company, LLC

By: _____

Gary A. Meeks

Chairman, CEO and President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HOMEALLIANCE MORTGAGE COMPANY, LLC

**Joint Unanimous Written Consent of the Board of Managers and the Single Member
of
HomeAlliance Mortgage Company, LLC**

(Dissolution of the Company)

September 27, 2002

The undersigned, Robert M. Clements and W. Blake Wilson, being all of the members of the Board of Managers, and Alliance Mortgage Company, a Florida corporation, being the single Member of HOMEALLIANCE MORTGAGE COMPANY, LLC, a single member limited liability company duly organized and existing under the laws of the State of Florida (the "Company"), do hereby adopt the following resolutions by unanimous written consent in lieu of a meeting of the Board of Managers and the single Member, and do hereby instruct the Secretary of the Company to file this Unanimous Written Consent on the minute book of the Company:

WHEREAS, it is the unanimous judgment of the Board of Managers and the single Member of the Company that it is advisable that the Company be dissolved.

WHEREAS, all business and operations of the Company have been discontinued, its office closed, all of its known debts liabilities and obligations paid and discharged.

NOW THEREFORE, BE IT RESOLVED, that the Board of Managers and single Member consent to the dissolution of the Company; and

FURTHER RESOLVED, that the Company abandon its authority as a Florida limited liability company, surrender its charter and dissolve forthwith;

FURTHER RESOLVED, that the officers of the Company are hereby authorized and directed to prepare and file with the office of the Florida Department of State Articles of Dissolution of the Company, and such officers are hereby further authorized and directed to take all other actions and execute such documents as they may deem necessary or desirable to complete the dissolution of the Company; and

FURTHER RESOLVED, that the Board of Managers of the Company is hereby authorized and directed, without further action by the single Member of the Company, to take all actions as the Board of Managers may deem necessary or desirable to wind up the affairs of the Company and to distribute to the sole Member of the Company, all remaining cash and assets of the Company.

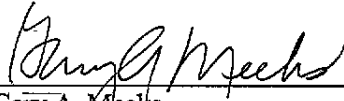
FURTHER RESOLVED, that any and all action heretofore or hereafter taken by the proper officers of the Company relating to or within the terms of the foregoing resolutions hereby is ratified and confirmed as the act and deed of the Company.

This Consent shall be effective as of the date set forth above.

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TALLAHASSEE, FLORIDA


IN WITNESS WHEREOF, the undersigned, being all of the Board of Managers and the single Member of HomeAlliance Mortgage Company, LLC, hereby execute this Unanimous Written Consent in lieu of a meeting of the Board of Managers and the single Member, for the uses and purposes herein expressed, as of the 12th day of September, 2002, at Jacksonville, Florida.

ALLIANCE MORTGAGE COMPANY
The Single Member

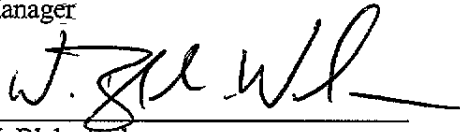
By: 

Gary A. Meeks
Chairman, CEO and President

BOARD OF MANAGERS



Robert M. Clements
Manager



W. Blake Wilson
Manager

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA