



THE UNITED STATES
CORPORATION
COMPANY

L00000015403

ACCOUNT NO. : 072100000032

REFERENCE : 922867 81528A

AUTHORIZATION : *Patricia Pizut*

COST LIMIT : \$ 195.00

ORDER DATE : December 7, 2000

ORDER TIME : 10:36 AM

ORDER NO. : 922867-005

CUSTOMER NO: 81528A

CUSTOMER: Ms. Donna Madsen
Kenneth F. Oswald, Esq

900003490499--6

Suite 110
600 Courtland Street
Orlando, FL 32804

DOMESTIC FILING

NAME: SOUTHERN COMMUNITY BANC
MORTGAGE, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

W-28835

JB
12-B-00

APPROVED
AND
FILED

00 DEC -7 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 DEC -7 AM 11:38



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 7, 2000

CSC
SANDRA MATHIS

SUBJECT: SOUTHERN COMMUNITY BANC MORTGAGE, LLC
Ref. Number: W00000028835

We have received your document for SOUTHERN COMMUNITY BANC MORTGAGE, LLC and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
101 E. Gaines St.
Fletcher Bldg., 6th Floor.
Tallahassee, FL 32399-0350
(850) 410-9111.

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.

Trevor Brumbley
Document Specialist

Letter Number: 400A00061952

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SECRETARY OF STATE
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FMYC

4076694380 P.02



OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
92399-0350

December 11, 2000

Sai Nundata
1230 Douglas Avenue
Suite 200
Longwood, FL 32779

Dear Mr. Nundata:

Re: "Southern Community Banc Mortgage, L.L.C."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,


Alex Hager
Director

Jr

cc: Karon Beyer, Chief, Bureau of Corporate Records
Division of Corporations, Secretary of State's Office

Division of Banking
101 East Gaines Street, Suite 630, Telephone: (850) 410-9111

APPROVED
AND
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00 DEC -7 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TOTAL P.02

THIS DOCUMENT WAS PREPARED BY:

Kenneth F. Oswald, Esquire
600 Courtland St., Suite 110
Orlando, FL 32804

ARTICLES OF ORGANIZATION
OF
SOUTHERN COMMUNITY BANC MORTGAGE, LLC
a Florida limited liability company

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a limited liability company pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Organization, and does hereby agree and certify as follows:

ARTICLE ONE
NAME

The name of this Limited Liability Company shall be **SOUTHERN COMMUNITY BANC MORTGAGE, LLC** (the "Company").

ARTICLE TWO
PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office, mailing address, and street address of the Company shall be located at 1230 Douglas Avenue, Suite 200, Longwood, Florida 32779.

ARTICLE THREE
PURPOSES AND GENERAL POWERS

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE FOUR
ADMISSION OF ADDITIONAL MEMBERS

The Company shall admit additional Members only upon the unanimous approval of all existing Members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FIVE
MANAGEMENT

The Company shall be managed by one manager or more managers and is therefore, a manager-managed Company. The number of Managers may be increased as provided in the Regulations of the Company. The name and address of the initial Manager of the Company is:

AMERICAN HERITAGE AFFILIATES, INC., a Florida corporation
1230 Douglas Avenue, Suite 200
Longwood, Florida 32779

ARTICLE SIX
AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the Members is subject to this reservation, which amendment or repeal shall only be effectuated by the unanimous written approval of all Members of the Company.

ARTICLE SEVEN
ADOPTION OF REGULATIONS

The Company shall adopt Regulations for the Company, which Regulations may contain any provisions for the regulation and management of the business and affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608 of the Florida Statutes.


ARTICLE EIGHT
HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force and effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Member does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets its hand and seal this 5th day of December, 2000.

**AMERICAN HERITAGE AFFILIATES,
INC., a Florida corporation**

By:  *President*
Managing Member

Registered Agent, Registered Office, & Registered Agent's Signature:

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

**CORPORATE SERVICE COMPANY
1201 Hayes Street
Tallahassee, Florida 32301**

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 familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

Deborah D. Skipper
Registered Agent's Signature
Deborah D. Skipper
as its agent

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA