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April 18, 2001

RESEARCH

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: G N MORTGAGE PARTNERS, L.L.C.

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-04/23/01--01155--009
***155.00 ***155.00

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Organization for G N MORTGAGE PARTNERS, L.L.C. Please file the enclosed Articles and return a certified copy of the Articles of Organization to our Clearwater address listed above. I have enclosed our firm check in the amount of \$155.00 for your filing fee in this matter. Please process at your earliest convenience.

If you have any questions, please do not hesitate to call. Thank you for your assistance in this matter.

Sincerely,

Victor H. Arford

Vicki D. Alford
Secretary for Richard L. Alford

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
FOR
G N MORTGAGE PARTNERS, L.L.C.

ARTICLE I

NAME

The name of the limited liability company is G N MORTGAGE PARTNERS, L.L.C.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of G N MORTGAGE PARTNERS, L.L.C. is 34866 U.S. Highway 19 North, Palm Harbor, Florida 34684.

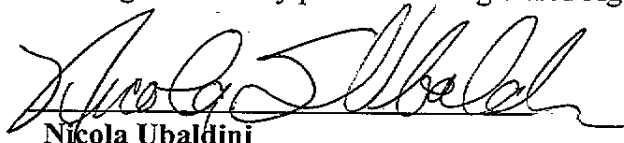
ARTICLE III

REGISTERED AGENT

The name of the Registered Agent for G N MORTGAGE PARTNERS, L.L.C. is Nicola Ubaldini and the Florida street address of the Registered Agent is 34866 U.S. Highway 19 North, Palm Harbor, Florida 34684.

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for G N MORTGAGE PARTNERS, L.L.C. 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 of Registered Agent as provided for in Chapter 608, F.S.


Nicola Ubaldini

ARTICLE IV


MANAGEMENT

The limited liability company is to be managed by one or more managers and is,

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therefore, a manager-managed company.

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



Nicola Ubaldini, Member