

ARTICLES OF ORGANIZATION

OF

Jefferson Title, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - Name

The name of the limited liability company shall be **Jefferson Title, LLC** (herein "Company").

ARTICLE II - Address of Company

The mailing address of the Company is **6750 Forum Drive Suite 314A, Orlando, FL 32821** and the street address of the principal office of the Company is **6750 Forum Drive Suite 314A, Orlando, FL 32821**.

ARTICLE III - Initial Registered Office and Agent, and Agent's Signature

The name and street address of the initial registered agent of the Company is

David Profenno

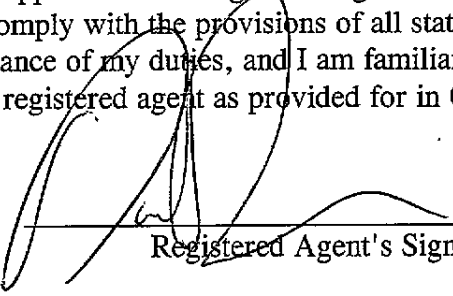
Name

6750 Forum Drive Suite 314A, Orlando, FL 32821

Florida Street Address (P.O. Box note acceptable), City, State and ZIP

The foregoing registered agent is an individual who resides in the State of Florida and whose business office is identical with the foregoing registered office.

Having been named as the 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 that 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, Fla. Stat.


Registered Agent's Signature

ARTICLE IV - Managers

Subject to the limitations set forth in the Operating Agreement, if any, the business and affairs of the Company shall be managed by one or more Managers, appointed in accordance with the Operating Agreement of the Company, who may exercise all powers of the Company and perform or authorize the performance of all lawful acts which are not otherwise prohibited by law, the Operating Agreement or these Articles of Organization. All acts of the Managers within the scope of his/her/their authority shall be binding on the Company. The managers shall not be required to be a Member of the Company or residents of the State of Florida. The Company shall initially be managed by three (3) managers. The method of appointing, removing and replacing such managers shall be prescribed by the Operating Agreement. The number of managers may be increased or decreased from time to time by the Operating Agreement. The names and street addresses of the initial managers who shall hold office until the first annual meeting of Members or until their successors are elected or appointed and qualified are:

<u>Name</u>	<u>Address</u>
David Profenno	6750 Forum Drive Suite 314A Orlando, FL 32821
Verny Rodriguez	6750 Forum Drive Suite 313A Orlando, FL 32821
Jennifer Profenno	6750 Forum Drive Suite 314A Orlando, FL 32821

ARTICLE V - Term of Existence and Members Rights to Continue Business

The Company shall commence its corporate existence on the date these Articles of Organization are filed by the Florida Department of State, and shall be perpetual thereafter until dissolved by the unanimous agreement of all Members. The death, bankruptcy or dissolution of a Member shall not cause the dissolution of the Company, and the business of the Company shall continue without the consent of any of the remaining Members.

ARTICLE VI - Purposes and Powers

The general purpose for which the Company is organized is to transact any and all lawful business which a limited liability company maybe be organized under the laws of the State of Florida and of the United States. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

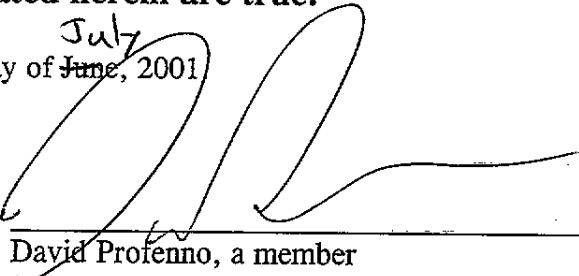
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TALLAHASSEE, FLORIDA

ARTICLE VII - Amendment to Articles

These Articles of Organization may only be amended by two thirds of the members by capital account.

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

Dated this the 3rd day of ^{July}~~June~~, 2001


David Profenno, a member

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