



LD10000021552

ACCOUNT NO. : 072100000032

REFERENCE : 334515 164228A

AUTHORIZATION :

COST LIMIT : \$ 155.00

Patricia Pizito

ORDER DATE : December 12, 2001

ORDER TIME : 11:21 AM

ORDER NO. : 334515-005

CUSTOMER NO: 164228A

400004720644--2

CUSTOMER: Steven P. Kushner, Esq
Steven P. Kushner, P.a.

Suite 202
1375 Jackson Street
Fort Myers, FL 33901

DOMESTIC FILING

NAME: FIRST MORTGAGE BANKERS, L.L.C.

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: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

WAT 28430

JB 12-13-01

APPROVED
AND
FILED

01 DEC 12 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION
01 DEC 12 PM 12:29
RECEIVED

REC
01 DEC
DIVISION OF



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 12, 2001

CSC
JANNA WILSON

SUBJECT: FIRST MORTGAGE BANKERS, L.L.C.
Ref. Number: W01000028430

We have received your document for FIRST MORTGAGE BANKERS, L.L.C. 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:

The document must contain the entity's complete mailing address.

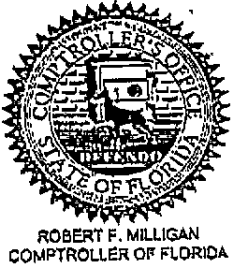
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 901A00065456

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TALLAHASSEE, FLORIDA



OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

December 5, 2001

Mr. Scott Spence
13250 Oak Hill Loop SE
Ft. Myers, Florida 33912

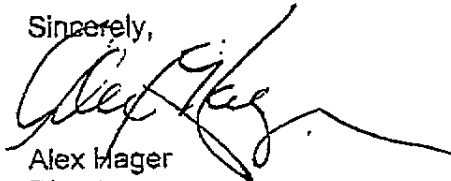
Dear Mr. Spence:

Re: "First Mortgage Bankers, 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

AH:kr

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

William T. Sims, Division of Finance and Securities
Department of Banking and Finance

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
FIRST MORTGAGE BANKERS, L.L.C.**

The undersigned subscribing Members to these Articles of Organization, hereby form a Limited Liability Company under the laws of the State of Florida.

***ARTICLE I
NAME***

The name of this Limited Liability Company is: FIRST MORTGAGE BANKERS, L.L.C.

***ARTICLE II
DURATION AND COMMENCEMENT OF EXISTENCE***

The existence of the Limited Liability Company shall commence upon the date of execution hereof. The Limited Liability Company shall exist in perpetuity unless sooner terminated as provided herein.

***ARTICLE III
PURPOSE***

This Limited Liability Company is organized for the purposes of transacting any and all lawful business authorized for Limited Liability Companies organized in Florida.

***ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS***

The address of the Limited Liability Company's principal office is: 13250 Oak Hill SE, Fort Myers, Florida 33912. The mailing address shall be the same.

***ARTICLE V
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE***

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered agent and registered office, in the State of Florida.

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TALLAHASSEE, FLORIDA

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1. The name of the Limited Liability Company is:

FIRST MORTGAGE BANKERS, L.L.C.

2. The name and address of the registered agent and registered office is:

Steven P. Kushner, Esq.
Steven P. Kushner, P.A.
1375 Jackson Street, Suite 202
Fort Myers, Florida 33901

Having been named as registered agent 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


Steven P. Kushner

Date: 12-11-01

ARTICLE VI CAPITAL

The minimum capital of the Limited Liability Company is Fifty Thousand Dollars (\$50,000.00) shall be paid in cash or other property. Additional contributions are not required, but may be made in accordance with the terms of the Regulations of First Mortgage Bankers, L.L.C.

ARTICLE VII ADMISSION OF NEW MEMBERS

The admission of new Members shall be solely by unanimous vote of the existing members.

ARTICLE VIII DISSOLUTION - WINDING UP - LIQUIDATION

A. **Dissolution**. Subject to the terms of Subsection B below, the Limited Liability Company shall be dissolved on the happening of any of the following events:

1. Withdrawal, retirement, death, resignation, or bankruptcy of any Member.

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TALLAHASSEE, FLORIDA

2. Dissolution of any Member who is an entity.
3. Unanimous written agreement of the Members.

B. **Right to Continue Business.** Notwithstanding Subsection A above, the non-terminated Members ("Remaining Members") of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company, despite the occurrence of any event which terminates the continued membership of a Member in the Limited Liability Company. The exercise of this right to continue shall be by written notice by any one or more of the Remaining Members (representing at least a majority of the interests in the Limited Liability Company) to the other Remaining Members within thirty (30) days of any event described in Subsection A. of this Article.

ARTICLE IX MANAGEMENT

The Limited Liability Company shall be managed by a committee comprised of the Members or their representatives whose respective names and addresses are:

Scott Spence
13250 Oak Hill Loop, SE
Fort Myers, FL 33912

Anthony Persichilli
1375 Jackson Street, Suite 202
Fort Myers, FL 33901

The Managing Member, as such term is used for federal tax purposes, any other purpose where legally required, is Scott Spence.

IN WITNESS WHEREOF, the undersigned subscribing members have executed these Articles of Organization of FIRST MORTGAGE BANKERS, L.L.C., effective this 11th day of December, 2001.

WITNESSES

Carol Landes
Carol Landes
Print/Type Name of Witness

Tia Viola
Tia Viola
Print/Type Name of Witness

Scott Spence

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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[Signature]
D. DAVIS

Print/Type Name of Witness

Lisa A. Vanderbaert
Lisa A. Vanderbaert

Print/Type Name of Witness

[Signature]
Anthony Persichilli

STATE OF FLORIDA
COUNTY OF LEE

The foregoing Articles of Organization of FIRST MORTGAGE BANKERS, L.L.C., was acknowledged before me this 11th day of December, 2001, by Scott Spence and Anthony Persichilli who are personally known [☒ to me or have produced N/A and N/A as identification and [did] [did not] take an oath.



Laurie Sousa
My Commission CC757293
Expires July 7, 2002

[Signature]
Notary Public
Name: LAURIE SOUSA
Serial No. _____

(SEAL)

My Commission Expires:

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TALLAHASSEE, FLORIDA