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LIMITED LIABILITY COMPANY

Choice Mortgage Brokers, LLC

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Attorney-at-Law
333 First Street North, Suite 305
Jacksonville Beach, Florida 32250

Telephone (904) 249-8500

Facsimile (904) 249-0841

August 15, 2002

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

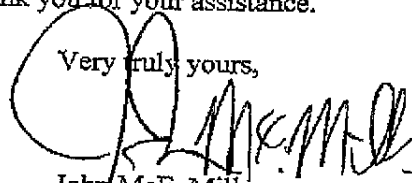
Re: Choice Mortgage Brokers, LLC

Gentlemen:

Enclosed is the original Articles of Organization for Choice Mortgage Brokers, LLC.

Also enclosed is a letter from Rick Reed, the President and principal owner of Choice Mortgage Brokers, Inc., acknowledging that he is the owner of both Choice Mortgage Brokers, Inc. and Choice Mortgage Brokers, LLC. If there is any problem in filing these Articles, please advise. Thank you for your assistance.

Very truly yours,


John McE. Miller

JMM/pam
Enclosures

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**ARTICLES OF ORGANIZATION
OF
CHOICE MORTGAGE BROKERS, LLC**

**ARTICLE I
NAME**

The name of the Limited Liability Company is Choice Mortgage Brokers, LLC, the "Limited Liability Company").

**ARTICLE II
EXISTENCE AND DURATION**

The existence of the Limited Liability Company shall commence on filing of these Articles of Organization and its existence shall be perpetual unless it is earlier dissolved as provided in its Operation Agreement or by operation of the Florida Limited Liability Company Act.

**ARTICLE III
BUSINESS AND MAILING ADDRESS**

The initial address and mailing address of the Limited Liability Company is 12011 Blue Star Court, Jacksonville, FL 32246.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of the Limited Liability Company in the state of Florida is John McE Miller. The registered office of the initial registered agent in the state of Florida is located at 333 First St. N. Suite 305, Jacksonville Beach, Florida 32250.

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ARTICLE V
MANAGEMENT

The management of the Limited Liability Company is reserved to its members. The names and addresses of the initial members of the Limited Liability Company are Daniel Reed, 12011 Blue Star Court, Jacksonville, FL 32246 and Rick Reed, 12011 Blue Star Court, Jacksonville, FL 32246.

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

The members of the Limited Liability Company shall have the right to admit additional members on the majority vote of the members.

ARTICLE VII
CONTINUATION OF LIMITED LIABILITY COMPANY


The remaining members of the Limited Liability Company shall have the right to continue the business in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member on such terms and conditions as the members may agree.

ARTICLE VIII
OPERATING AGREEMENT

An Operating Agreement of the Limited Liability Company may from time to time, as may be necessary, be adopted, repealed, amended or altered, or a new Operating Agreement adopted, by the members of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned member has made and subscribed to these Articles of Organization this 15th day of August, 2002.

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Organizing Member

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CHOICE MORTGAGE BROKERS, INC.
12011 BLUE STAR COURT
JACKSONVILLE, FL 32246

August 14, 2002

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Choice Mortgage Brokers, Inc.

Gentlemen:

I am filing Articles of Organization for Choice Mortgage Brokers, LLC. I previously incorporated Choice Mortgage Brokers, Inc. and this is to advise that I am the owner of Choice Mortgage Brokers, Inc. and Choice Mortgage Brokers, LLC. Please accept for filing the enclosed Articles of Organization for Choice Mortgage Brokers, LLC. If you have any questions regarding the same, please do not hesitate to call me at 904-247-7176.

Very truly yours,

Rick Reed

Sworn to and subscribed before me this
15th day of August, 2002. Affiant
is personally known to me or produced
[Signature] as identification.

Patricia A. McClellan
Notary Public, State of Florida



Patricia A. McClellan
MY COMMISSION # DD031342 EXPIRES
June 4, 2005
BONDED THRU TROY FARM INSURANCE, INC.

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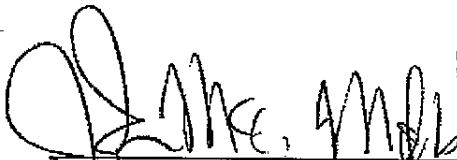
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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERD AGENT OF
CHOICE MORTGAGE BROKERS, LLC**

Pursuant to § 608.415 of the Florida Limited Liability Company Act, the undersigned having been designated as the initial Registered Agent for the service of process within the state of Florida upon Choice Mortgage Brokers, LLC, a limited liability company organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named limited liability company, and does hereby agree to comply with the provisions of the Florida Limited Liability Company Act and the general laws of the state of Florida relative to keeping open the Registered Office, which Registered Office is located at 333 First St. N. Suite 305, Jacksonville Beach, Florida 32250.

IN WITNESS WHEREOF, the undersigned has executed this certificate this

15th day of August, 2002.


John McE. Miller, P.A., Registered
Agent

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