ATTORNEYS AND COUNSELORS AT LAW

T. SCOTT FRAZIER DAVID E. TERRY

125 East Jefferson Street ORLANDO, FLORIDA 32801

Telephone (407) 843-1956 Fax (407) 843-4210 terryandfrazier@att.net

September 17, 2002

State of Florida Division of Corporations 409 East Gaines Street Tallahassee, Florida 32314

Re:

Incorporation of DIRECT HOMES AND LOANS, LLC

Our File No.: 1118/02001

800007863298--3 -09/20/02--01010--002 ****155.00 ****155.00

Dear Sir/Madam:

Pursuant to Mr. Terry's instructions, enclosed herewith please find the Articles of Organization and a copy of same for the above referenced limited liability company, and our firm's check in the amount of \$155.00, representing the following fees:

> Filing Fee \$100.00 Certified Copy \$30.00 Registered Agent Designation\$25.00

Please certify the enclosed copy, and return same to this office as soon as possible. We are enclosing a self-addressed, stamped envelope for expeditious return of the filed certified copy.

If you have questions regarding this matter, please do not hesitate to contact our offices immediately. Thank you for your cooperation regarding this matter.

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Very truly yours,

Legal Secretary

02,0000,24,865

ARTICLES OF ORGANIZATION

OF

DIRECT HOMES AND LOANS, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statues (the "Florida Limited Liability Company Act"), for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

1. <u>NAME</u>.

The name of the Limited Liability Company is:

DIRECT HOMES AND LOANS, LLC (the "Company").

2. **PERIOD OF DURATION**.

The period of duration of the Company shall be perpetual.

3. **PURPOSE**.

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 Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

4. MAILING ADDRESS AND STREET ADDRESS OF PRINCIPAL OFFICE.

The mailing address for the Company is P.O. Box 618507, Orlando, Florida, 32861-8507 and the street address of the principal office in Florida for the Company is: 27 South Kirkman Road, Orlando, Florida 32811.

5. **REGISTERED AGENT AND REGISTERED OFFICE**.

The name and street address of the initial registered agent, and the registered office, in Florida for the Company is:

ABI NAKHJAVANI

27 South Kirkman Road Orlando, Florida 32811

6. **CONTINUITY OF BUSINESS.**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued, and the Company shall not be dissolved unless the remaining Members of the Company so elect.

7. MANAGEMENT.

The Company is to be managed by one (1) or more Managers selected by the Methbers (In accordance with section 608.408(3), Florida Statues, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Executed at Orlando, Florida on the 17 day of September, 2002.

ABI NAKHJAVANI, Member

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing was acknowledged before me this 22 day of September, 2002 by ABI NAKHJAVANI, a Member of DIRECT HOMES AND LOANS, LLC, a Florida limited liability company to be formed, and is/are either:

personally known to me; or
produced FL CONCEASE FINEAR LICENSE To as identification, and did (did not) take an oath.

Notary Public

Dovid E. Terry
MY COMMISSION # DD013692 EXPIRES

June 29, 2005

BONDED THRU TROY FAIN INSURANCE, INC.

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ACCEPTANCE OF REGISTERED AGENT

Having been appointed the registered agent of **DIRECT HOMES AND LOANS, LLC**, the undersigned accepts such appointment, confirms his familiarity with the obligations of such position, agrees to act in such capacity, and accepts the obligations imposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by **DIRECT HOMES AND LOANS, LLC**.

Executed this 17 day of September, 2002.

By:
ABI NAKHJAVANI, Registered Agent

TARY OF STATE

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