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(Address)

(Address)

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12/06/02

RENFROW & CHADWICK
Attorneys at Law

11300 Fourth Street North
Suite 200
St. Petersburg, FL 33716-2940
Phone: (727) 576-0047
Fax: (727) 579-0145

Robert P. Renfrow
James M. Chadwick

December 5, 2002

via Federal Express

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Bayview Title Insurance Agency LLC


Dear Sir or Madam:

Enclosed for filing are Articles of Organization for the above-referenced limited liability company. I have also enclosed a check in the amount of \$160.00 in payment of the following fees:

\$100 Filing Fee – Application
\$ 25 Designation of Registered Agent
\$ 30 Certified Copy
\$ 5 Certificate of Status

Please process this request and provide acknowledgement of receipt and a file-stamped copy to me at the above address.

Sincerely,



Judy L. Pennala, CLA

Enclosures

02 DEC -6 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AND
FILED

**ARTICLES OF ORGANIZATION OF
BAYVIEW TITLE INSURANCE AGENCY LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I

Name

The name of this Company shall be: BAYVIEW TITLE INSURANCE AGENCY LLC.

ARTICLE II

Place of Business

The principal place of business and mailing address of this Company shall be 11300 Fourth Street North, Suite 200, St. Petersburg, FL 33716.

ARTICLE III

Registered Agent and Office

The initial registered agent for this Company shall be James M. Chadwick, 11300 Fourth Street North, Suite 200, St. Petersburg, FL 33716.

ARTICLE IV

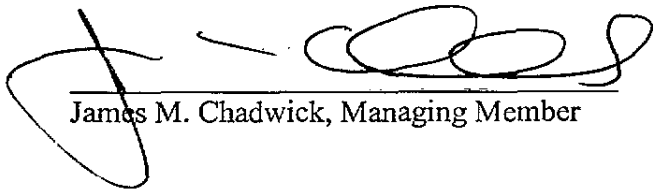
Purpose

The purpose of the Company shall be to provide residential and commercial title insurance services and to transact any other activity for which a limited liability company may be formed under the laws of the State of Florida.

The undersigned has executed these Articles of Organization this 5th day of December, 2002.

02 DEC 06 PM 5:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

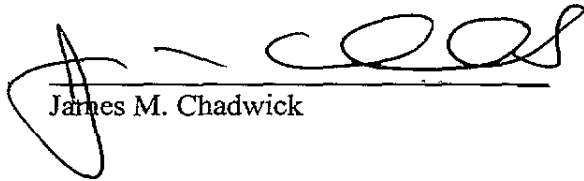
STATION
APR
FILES


James M. Chadwick, Managing Member

**ACCEPTANCE OF
REGISTERED AGENT OF
BAYVIEW TITLE INSURANCE AGENCY LLC**

Having been named Registered Agent and designated to accept service of process for the above-stated limited liability Company, at 11300 Fourth Street North, Suite 200, St. Petersburg, FL 33716, I hereby accept 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 obligations of my position as registered agent as provided for in Chapter 608, F.S.

Date: 12-05-02



James M. Chadwick

02 DEC -6 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FL 32304

FILED
AND