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Account Name : FOLEY & LARDNER
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LIMITED LIABILITY COMPANY

GEN Mortgage Lending, LLC

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**ARTICLES OF ORGANIZATION OF
GEN MORTGAGE LENDING, LLC**

Pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, the following are the Articles of Organization for GEN Mortgage Lending, LLC (the "Company"):

1. Name. The name of the Company is GEN Mortgage Lending, LLC.
2. Mailing Address and Principal Place of Business. The Company's mailing address is 800 Brickell Avenue, Suite 201, Miami, Florida 33131. Its principal office shall be located at 800 Brickell Avenue, Suite 201, Miami, Florida 33131.
3. Initial Registered Agent. The name and address of the initial registered agent in Florida for the Company is:

F & L Corp.
200 Laura Street
Jacksonville, Florida 32202-3520.

IN WITNESS WHEREOF, pursuant to Section 608.407, Florida Statutes, the undersigned, authorized representative of a member of the Company, has executed these Articles of Organization this 22nd day of May, 2003.


Richard D. Razook,
Authorized Representative

MAY. 23. 2003 10:39AM

FOLEY LARDNER

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ACCEPTANCE BY REGISTERED AGENT

The undersigned, a corporation resident in the State of Florida, having been named in Section 3 of Articles of Organization of GEN Mortgage Lending, LLC (the "Company") as the initial registered agent for the Company at the office designated in the Company's Articles of Organization, in accordance with Section 608.415 of the Florida Statutes, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with and hereby accepts the obligations of such position.

EXECUTED this 22nd day of May, 2003.

F & L CORP.

By: Charles V. Hedrick
Charles V. Hedrick
Authorized Signatory

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