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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

COHEN, NORRIS, SCHERER WEINBERGER & WOLMER

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June 6, 2003

OF COUNSEL:

RICHARD S. RACHLIN, P.A.

RICHARD S. RACHLIN*

Board Certified Civil Trial Attorney

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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6-4-03

*Of Counsel
**Board Certified Real Estate
***Board Certified Business Litigation

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Organization for
AMERICA'S LENDING GROUP, LLC
SOUTH FLORIDA REALTY GROUP, LLC
Our File Nos. 98652.000 and .001

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the above referenced Articles of Organization. Upon filing of these articles, please return the certified copies of the articles to the undersigned. Please note that the effective date is to be June 4 and June 5, 2003 respectively, as set out on page one of the Articles.

A check in the amount of \$310.00 is enclosed in payment for both entities for the following fees:

Filing fees/Registered Agent fee	\$125.00
Certified copy of Articles	\$ 30.00
	<u>\$155.00 X 2 = \$310.00</u>

Your prompt assistance in this matter is greatly appreciated.

Very truly yours,

Larissa K. Lincoln
Legal Assistant

SecLLCSofla&America'sLending.ltr
enclosures

cc: Gregory R. Cohen

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

712 U.S. HIGHWAY ONE • SUITE 400 • P.O. BOX 13146 • NORTH PALM BEACH, FLORIDA 33408-7146
TELEPHONE: (561) 844-3600 • FACSIMILE: (561) 842-4104

ARTICLES OF ORGANIZATION OF EFFECTIVE DATE
AMERICA'S LENDING GROUP, LLC 6-4-03

The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes as follows:

ARTICLE I - Name:

The name of this limited liability company is AMERICA'S LENDING GROUP, LLC

ARTICLE II - Duration:

This limited liability company shall become effective JUNE 4, 2003, unless sooner terminated.

ARTICLE III - Address:

The mailing address and street address of the principal place of business of this limited liability company is 474 Capistrano Dr., Palm Beach Gardens, FL 33410. This limited liability company may, at its discretion, change the address of its principal place of business.

ARTICLE IV - Registered Agent:

The name and street address of the initial registered agent of this limited liability company is GREGORY R. COHEN, 712 U.S. Highway One, Ste 400, North Palm Beach, Florida 33408.

ARTICLE V - Management:

The limited liability company is to be managed by a managing member and/or managing members.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name this 4th day of June, 2003.



GREGORY R. COHEN, Agent
For Managing Members

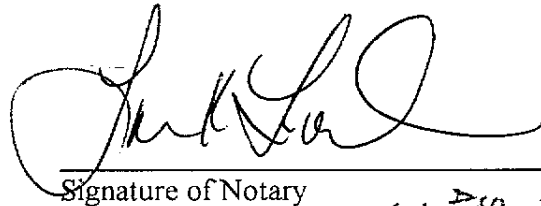
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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 4th day of June, 2003, by GREGORY R. COHEN, who is personally known to me or who has produced Florida State Driver's License Number N/A as identification and who did () or did not (X) take an oath.

Executed this 4th day of June, 2003.

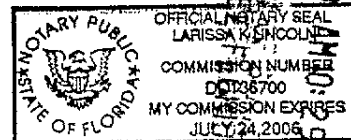


Signature of Notary

Printed Name: LARISSA K. LINCOLN

My Commission Expires:

My Commission Number:



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**CERTIFICATE DESIGNATING REGISTERED
OFFICE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

That **AMERICA'S LENDING GROUP, LLC**, a Florida Limited liability company, with its office at 474 Capistrano Dr., Palm Beach Gardens, FL 33410, has named GREGORY R. COHEN, at 712 U.S. Highway One, Ste 400, North Palm Beach, FL 33408 as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named registered agent to accept service of process for the above stated limited liability company at the place designated in this Certificate, I hereby accept to act in such capacity and agree to comply with the applicable provisions of law.

By: _____

GREGORY R. COHEN,
Registered Agent

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 4th day of June, 2003 by GREGORY R. COHEN, who is personally known to me or who has produced Florida State Driver's License Number N/A as identification and who did () or did not (X) take an oath.

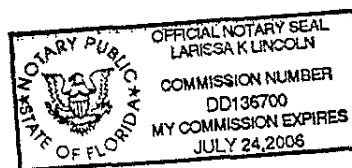
Executed this 4th day of June, 2003.

Signature of Notary

Printed Name: LARISSA K. LINCOLN

My Commission Expires:

My Commission Number:



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CLERK OF SUPERIOR COURT
ALBANY, NY