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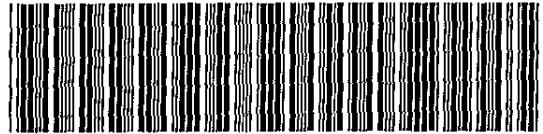
(Business Entity Name)

(Document Number)

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[Signature]

LAW OFFICE
Aaron C. French, P.L.
4600 North Habana Avenue
Suite 17
Tampa, Florida 33614
(813) 870-6021
FAX (813) 872-9388

September 25, 2003

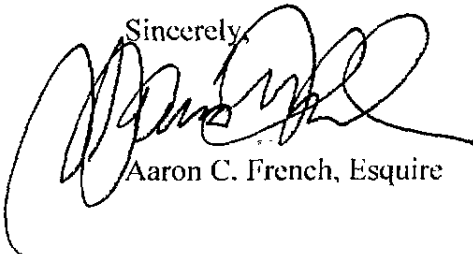
Florida Department of State
Corporation Fees

Re: Articles of Organization
Progressive Mortgage Solutions, L.L.C.

Dear Personnel:

Please send the certified copy for the new Florida LLC to the above address. Enclosed is \$155.00 for the filing fee, registered agent fee and for a certified copy of record. Thank you.

Sincerely,



Aaron C. French, Esquire

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
PROGRESSIVE MORTGAGE SOLUTIONS, L.L.C.**

The undersigned hereby certify that they have a purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. They further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be **Progressive Mortgage Solutions, L.L.C.**, and its **principal place of business and mailing and street address** shall be, **989 Georgia Avenue, Palm Harbor, Florida 34683**, Florida Statute §608.407(1)(a)&(b), but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE II
PURPOSE AND POWERS**

The general nature of the business to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in the rendition of **services as mortgage consultants** as authorized under Chapters §608 and §621, Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any such contracts.

Progressive Mortgage Solutions, L.L.C.

Articles of Organization; Initials:

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5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render and other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, or do.

ARTICLE III CAPITAL CONTRIBUTION

Initial capital contributions of \$50,000.00 for computers, networking, telephone systems and furnishings were paid exclusively by Greg Di Giovanni to be used by Limited Liability Company. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members and shall become the property of the Limited Liability Company, unless specifically indicated in a written instrument by unanimous consent of the members. Members will make contributions in equal shares. Florida Statute §608.4211.



**ARTICLE IV
PROFITS, LOSSES AND VOTING INTEREST**

- (a) **Sharing of Profits.** The member(s) shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an distributive share of the profits, or to the distributive share of the profits specified as follows:

<i>Greg Di Giovanni</i>	<i>33 1/3%</i>
<i>Dylan Schwab</i>	<i>33 1/3%</i>
<i>Clint McMahan</i>	<i>33 1/3%</i>

The distributive share of the profits shall be determined and paid, such as: each year on the anniversary date of the commencement of business of the limited liability company, the month and day of such commencement date being September 30, 2003.

- (b) **Losses.** All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the member(s) in equal shares. Florida Statute §608.4261.
- (c) **Voting.** Except as otherwise specifically provided in a subsequent written operation agreement executed by all members of the limited liability company, each member shall have a voting interest in matters affecting the limited liability company (the voting interest) and an interest in the management, assets, gains, income, profits, and losses and deductions of the limited liability company (inclusive of all distributions on liquidation) in the following percentages.

<i>Greg Di Giovanni</i>	<i>50%</i>
<i>Dylan Schwab</i>	<i>25%</i>
<i>Clint McMahan</i>	<i>25%</i>

**ARTICLE V
LIMITED LIABILITY COMPANY POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

**ARTICLE VI
PRINCIPAL PLACE OF BUSINESS**

The **mailing and street address** of the principal office of this limited liability company shall be located at **989 Georgia Avenue, Palm Harbor, Florida 34683**.

**ARTICLE VII
DURATION**

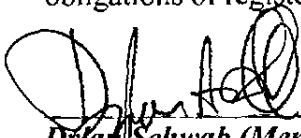
This limited liability company shall exist until dissolved, but not to exceed 30 years from the date of filing with the Department of State as provided by law, or as provided in the regulations adopted by the members. Florida Statute §608.

**ARTICLE VIII
MANAGEMENT**

This limited liability company shall be a manager-managed company, managed by Greg Di Giovanni. The name and address of the person who shall serve as such until the first annual meeting of the member(s) or until a successor is elected and qualify is the same, Greg Di Giovanni, business address is **989 Georgia Avenue, Palm Harbor, Florida 34683**. Management of this limited liability company is reserved to its members as a manger-managed company. Florida Statute §608.407. The ordinary everyday business of the limited liability company, as it relates to the operation, maintenance, and construction of the company shall be managed by its managing member, Greg Di Giovanni, who may exercise all powers necessary to carry on the ordinary, everyday business of the limited liability company and do all lawful acts and things, relating to it, as by Statute.

**ARTICLE IX
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The mailing and street address of the initial registered office of the limited liability company is **989 Georgia Avenue, Palm Harbor, Florida 34683**, and the name of its registered agent at such address for the limited liability company is **Dylan Schwab**, at **989 Georgia Avenue, Palm Harbor, Florida 34683**. Florida Statute §608.407. I hereby affirm that I am familiar with the duties and obligations of registered agent and accept the obligations of registered agent.



*Dylan Schwab (Member)
and initial registered agent*



**ARTICLE X
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admissions to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned, being the original member(s) of the limited liability company, hereby certify that the foregoing constitutes the proposed Articles of Organization of **Progressive Mortgage Solutions, L.L.C.**

Executed by the undersigned at 4600 North Habana Avenue, Suite 17, Tampa, Florida 33614.

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03 SEP 29 AM 10:04
TAMPA, FLORIDA


IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization of **Progressive Mortgage Solutions, L.L.C.**, effective as members for a limited liability company to perform service as home inspectors:

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledge before me this 25th day of September, 2003, by **Greg Di Giovanni, Dylan Schwab** and **Clint McMahan**, who is personally known to me or who has produced his driver's license as identification. Greg Di Giovanni DL #D215-286-78-009-0, Dylan Schwab DL#S100-161-68-099-0 and Clint McMahan DL #M255-117-72-372-3.



Greg Di Giovanni, Managing Member



Dylan Schwab, Member
and initial registered agent



Clint McMahan, Member

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NOTARY PUBLIC
TALLAHASSEE, FLORIDA

NOTARY PUBLIC--STATE OF FLORIDA



[Print, type, or stamp commissioned name of notary.]

☒ Personally known
☐ Produced identification
Type of identification produced _____



SHARI FRENCH
MY COMMISSION # DD 089143
EXPIRES: February 5, 2006
Bonded Thru Budget Notary Services

