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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANG & BOZARTH, P.A.
Account Number : 076077001702
Phone : (407)841-1200
Fax Number : (407)423-1831

LIMITED LIABILITY COMPANY

Abbey Mortgage, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$155.00

CRD 24978/42751

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**ARTICLES OF ORGANIZATION
OF
ABBEY MORTGAGE, L.L.C.**

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is Abbey Mortgage, L.L.C. (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address, and the mailing address, of the principal office of the Company is 5431 A1A South, St. Augustine, Florida 32080.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 5431 A1A South, St. Augustine, Florida 32080. The name of the registered agent of the Company at that address is Erin C. McGee.

ARTICLE IV - MANAGEMENT

The Company is to be a member-managed company. The names and addresses of the initial members of the Company are:

Herbert G. McGee
586 East Bay Avenue
Barnegat, NJ 08005

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Erin C. McGee
Deerfield Lake Condos
777 S.E. 2nd Street
Deerfield Beach, FL 33441

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ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned member has made and subscribed these Articles of Organization this 18 day of April, 2004.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.



Erin C. McGee

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.



Erin C. McGee

Date: April 18, 2004