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TALLAHASSEE, FLORIDA

J. BRYAN JAN 26 2005

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

712 S. OREGON AVENUE
TAMPA, FLORIDA 33606-2543

MICHAEL R. CAREY
LAURA L. JACOBS
DOUGLAS P. MANSON
E. ASHLEY MCRAE
RANDALL P. MUELLER
ANDREW M. O'MALLEY
DAVID M. PEARCE
DANIEL D. WHITAKER

TELEPHONE: 813-250-0577
FACSIMILE: 813-250-9898

January 11, 2005

Florida Department of State
The Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: Document No. L04000093708 : Shade Tree Mortgage, LLC

Dear To Whom it May Concern:

Enclosed are an original and one copy of Articles of Correction of the Articles of Organization of Shade Tree Mortgage, LLC. Please file the original Articles of Correction and return a date stamped/file copy to me.

Also enclosed is our firm check in the amount of \$25.00 to cover the filing fee for the Articles of Correction.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes

Nancy Barnes, Paralegal

NRB/jlh
Enclosures

cc: Shade Tree Mortgage, LLC

**ARTICLES OF CORRECTION
FOR
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to Section 608.4115, F.S., this document is being submitted **within the required 30 business days** to correct the **attached Articles of Organization** :

FIRST: The name of the limited liability company is **Shade Tree Mortgage, LLC**
Document No. L04000093708

SECOND: The Articles of Organization or the application to transact business

(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT)

Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:

The limited liability company is to be managed by two (2) managers and the names and addresses of such managers of the company are:

Jack C. Whitwam Family Trust
Dated April 30, 1999
609 South Oregon Avenue
Tampa, FL 33606

Deppie T. Whitwam Family Trust
Dated April 30, 1999
609 South Oregon Avenue
Tampa, FL 33606

The correct initial managers of the limited liability company are :

Jack C. Whitwam
609 South Oregon Avenue
Tampa, FL 33606

Deppie T. Whitwam
609 South Oregon Avenue
Tampa, FL 33606

and these managers should be substituted in Article 4 of the Articles of Organization of Shade Tree Mortgage, LLC.

OR

Was defectively signed. The manner in which the document was defectively signed and the appropriate correction is as follows:

N/A

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Dated: January 11, 2005

Debbie J. Whitwam
Debbie T. Whitwam, Authorized Representative
Of the Initial Members

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TALLAHASSEE, FLORIDA

Filing Fee: \$25.00
Certified Copy: \$30.00 (optional)

O:CL:Whitwam/0011

**ARTICLES OF ORGANIZATION
OF
SHADE TREE MORTGAGE, LLC**

The undersigned hereby certifies that she is the authorized representative of the initial members who have associated themselves together for the 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. She further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**Article 1
NAME AND BUSINESS ADDRESS
AND MAILING ADDRESS**

The name of the limited liability company shall be Shade Tree Mortgage, LLC, and its principal place of business shall be 609 South Oregon Avenue, Tampa, Florida 33606 (Hillsborough County); and its mailing address shall be 609 South Oregon Avenue, Tampa, Florida 33606.

**Article 2
PURPOSES AND POWERS**

The general nature of the business or businesses 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 any activity or business authorized under Florida Statutes.
2. To carry on any and all incidental business; to have and exercise all the 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, and 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 of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
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,

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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 any 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 objectives, 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.

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, exercise, or do.

**Article 3
DURATION**

This limited liability company shall have perpetual existence or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**Article 4
MANAGEMENT**

The limited liability company is to be managed by two (2) managers and the names and addresses of such managers of the company are:

Jack C. Whitwam Family Trust
Dated April 30, 1999
609 South Oregon Avenue
Tampa, FL 33606

Deppie T. Whitwam Family Trust
Dated April 30, 1999
609 South Oregon Avenue
Tampa, FL 33606

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**Article 5
MEMBERS**

The initial members of the limited liability company are:

Jack C. Whitwam Family Trust
Dated April 30, 1999
609 South Oregon Avenue
Tampa, FL 33606

Deppie T. Whitwam Family Trust
Dated April 30, 1999
609 South Oregon Avenue
Tampa, FL 33606

**Article 6
INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The Florida street address of the initial registered office of the limited liability company is 609 South Oregon Avenue, Tampa, Florida 33606 (Hillsborough County), and the name of its initial registered agent at such address is Deppie T. Whitwam.

**Article 7
ADMISSION OF ADDITIONAL MEMBERS**

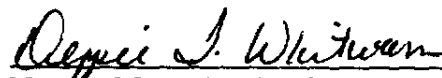
Members shall have the right to admit new members only by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of the members.

**Article 8
MEMBERS RIGHT TO CONTINUE BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that would otherwise terminate 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 designated representative of the original members of the limited liability company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of Shade Tree Mortgage, LLC.

Executed by the undersigned at 712 South Oregon Avenue, Tampa, Florida 33606 on December 11, 2004.



Name of Organizer/Authorized Representative of
the Members: Deppie T. Whitwam

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**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

Before me personally appeared Deppie T. Whitwam, authorized on behalf of the members of the above limited liability company, who signed the above Articles of Organization, as her free and voluntary act for the uses and purposes mentioned and set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 27th day of December, 2004.



Sandra Day

Print Name of Notary

Personally Known

or Produced Identification _____

Type of Identification Produced _____

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**ACCEPTANCE OF
REGISTERED AGENT / REGISTERED OFFICE**

The undersigned, having been named in the Articles of Organization of Shade Tree Mortgage, LLC, as registered agent and to accept service of process for this limited liability company at the place designated at Article 6, hereby accepts the appointment as registered agent and agrees to act in this capacity.

I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent of the Company.

Deppie T. Whitwam

Name: Deppie T. Whitwam
Registered Agent
609 South Oregon Avenue
Tampa, Florida 33606