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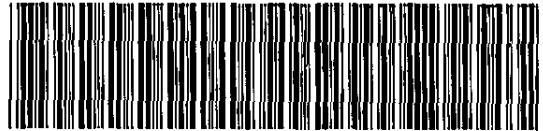
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 212791 8953A

AUTHORIZATION : *Patricia Pugh*

COST LIMIT : \$ 155.00

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TALLAHASSEE, FLORIDA

ORDER DATE : February 18, 2005

ORDER TIME : 12:01 PM

ORDER NO. : 212791-005

CUSTOMER NO: 8953A

CUSTOMER: Karen Sullivan, Esq
Ferdinand & Sullivan, P.a.

Suite 910
100 West Cypress Creek Road
Ft. Lauderdale, FL 33309

DOMESTIC FILING

NAME: HOMES & LOANS MAGAZINE, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
HOMES & LOANS MAGAZINE, LLC

Under the Florida Limited Liability Company Act

ARTICLE I
NAME

The name of this limited liability company is HOMES & LOANS MAGAZINE, LLC (hereinafter "the Company").

ARTICLE II
MAILING AND STREET ADDRESS

The mailing and street address of the principal office of the Company is c/o Ferdinand & Sullivan, P.A., 100 W. Cypress Creek Road, #910, Fort Lauderdale, Florida 33309.

ARTICLE III
DURATION

The period of duration for the Company is perpetual, except that the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, shall dissolve the Company unless a majority in interest of the remaining members consent in writing to the continuation of the business of the Company.

ARTICLE IV
REGISTERED AGENT AND OFFICE

The Company's initial registered agent in Florida is Ferdinand & Sullivan, P.A., whose address is 100 W. Cypress Creek Road, Suite 910, Fort Lauderdale, FL 33309.

ARTICLE V
MANAGEMENT

The Company is to be managed by a Manager. The Managers may but need not be a member of the Company. The person who will serve as Manager until the first annual meeting of members or until her successor is elected and qualified is:

Vita Scimeca
830 Airport Road, #403
Port Orange, Florida 32128

ARTICLE VI
MEMBERS CANNOT BIND THE COMPANY

This Company is managed exclusively by a Manager, and members

have no authority to bind it.

ARTICLE VII
ADMISSION OF ADDITIONAL MEMBERS

Members of the Company have the right to admit new members only upon the written consent of all existing members, and the existing members shall determine the amount and nature of contributions by new members at the time new members are admitted. An assignee of a member's interest in the Company may become a member only if all existing members consent in writing.

ARTICLE VIII
INVOLUNTARY ASSIGNMENT OF MEMBER INTEREST

In the event that a Member's interest in the Company is taken involuntarily, by levy, foreclosure, charging order, execution, or other similar proceeding, the Company shall not dissolve. The assignee of the Member's interest shall be entitled to no more than to receive the profits and losses attributable to said interest and shall not be entitled to participate in any respect in the management or administration of the Company's business or affairs.

ARTICLE IX
LIMITATION ON MEMBER WITHDRAWAL

No Member of the Company has the right to withdraw or reduce his capital contribution to the Company except upon the written consent of all existing members.

ARTICLE X
BUSINESS PURPOSE

The purpose of the Company is to engage in any lawful act or activity for which a limited liability company may be organized under the Florida Limited Liability Company Act, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on February 15, 2005.

Vita Scimeca
VITA SCIMECA - Authorized Representative

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT


Having been named as Registered Agent to accept service of process for HOMES & LOANS MAGAZINE, LLC at the place designated in the foregoing Articles of Organization, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida

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Limited Liability Company Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

Dated: 2-17-05

FERDINAND & SULLIVAN, P.A.

By: 
Karen M. Sullivan, Pres.

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