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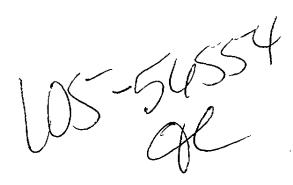
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JUDSON I. WOODS, JR., P.A

Attorney-At-Law



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E-Mail: jiwpa@bellsouth.net

116 N. Ridgewood Avenue Edgewater, FL 32132

May 26, 2005

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

In Re: WOODS & ASSOCIATES REALTY, MORTGAGE AND TITLE COMPANY, LLC.

Dear Sir or Madame:

Enclosed are the original Articles of Organization, Affidavit and Certificate of Designation of Registered Agent and Registered Office, regarding the above, accompanied with a check in the amount of \$133.75 for the filing fee (Articles of Organization \$100.00/Designation of Registered Agent \$25.00/Certificate of Status \$8.75). Upon filing, please provide me a letter of acknowledgement accompanied with a certificate of status. If you have any questions, please do not hesitate to contact me.

Very sincerely.

JUDSON I. WOODS, JR.

ЛW,Jr./pc

Enc.

ATTORNEY'S TITLE INSURANCE FUND-Member Agent ATTORNEY'S MORTGAGE SERVICES-Member Agent Certified Circuit Court Mediator

Areas of Practice

Real Estate & Mortgage Law

Elder Law/Wills & Trusts/Estate Planning/Probate Administration Corporations, Partnerships, LLCs, LLPs & Business Transactions & Bankruptcy

ARTICLES OF ORGANIZATION

OF

WOODS & ASSOCIATES REALTY, MORTGAGE AND TITLE COMPANY, LLC.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statute Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I Name

The name of the limited liability company shall be WOODS & ASSOCIATES REALTY, MORTGAGE AND TITLE COMPANY, LLC.

ARTICLE II Address

The mailing address and street address of the principal office of the company is

Physical Address

116 N. Ridgewood Avenue Edgewater, Florida 32132

Mailing Address 116 N. Ridgewood Avenue Edgewater, Florida 32132

ARTICLE III <u>Duration</u>

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV Registered Office and Agent

The name and street address of the registered agent of the company in the State of Florida

are:

Judson I. Woods Jr. 116 N. Ridgewood Avenue Edgewater, Florida 32132

ARTICLE V Capital Contributions

The members of the company shall contribute to the capital of the company cash or property in the amount of \$500.00.

ARTICLE VI Additional Capital Contributions

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII Admission of New Members

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII Members' Right to Continue Business

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

ARTICLE IX Management

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Name

Address

Judson I Woods Jr.

116 N. Ridgewood Avenue, Edgewater, Florida 32132

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Edgewater within Volusia County, Florida, this the 26 day of May, 2005.

JUDSON I WOODS JR.

Organizer

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

SWORN TO and subscribed before me this 26th day of May 2005, a notary public, personally appeared JUDSON I WOODS JR., Organizer, whom is personally known to me or produced a Florida Drivers Licenses, and did take an oath.

IN WITNESS WHEREOF, I have set my hand and official seal this date at Edgewater within Volusia County, Florida.

Notary Public/State of Florida at Large

Print Name:

Commission No:

My commission expires:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

AND REGISTERED OFFICE

Under the provisions of Florida Statute 608.414 or 608.507, WOODS & ASSOCIATES

REALTY, MORTGAGE AND TITLE COMPANY, LLC, a limited liability company, submits

the following statement to designate a registered office and registered agent in the State of

Florida:

1. The name of the limited liability company is WOODS & ASSOCIATES

REALTY, MORTGAGE AND TITLE COMPANY, LLC.

2. The name and street address of the registered agent in Florida are:

116 N. Ridgewood Avenue, Edgewater, FL 32132.

The undersigned, being the person named in the Articles of Organization of WOODS &

ASSOCIATES REALTY, MORTGAGE AND TITLE COMPANY, LLC, a limited liability

company, as the registered agent of this limited liability company, hereby consents to accept

service of process for the above-stated company at the place designated in the articles of

organization, and accepts the appointment as registered agent and agrees to act in this capacity.

The undersigned further agrees to comply with the provisions of all statutes relating to the proper

and complete performance of his or her duties, and is familiar with and accepts the obligations of

the position of registered agent.

WOODS & ASSOCIATES RÉÁLTY MODTGACE AND ÉTITE

COMPANY, LLC.

DSON I WOODS JR.

Registered Agent