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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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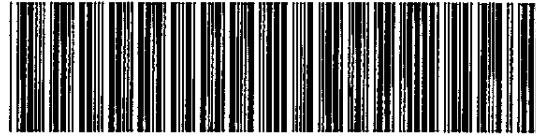
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Zacur & Graham, P.A.
Attorneys and Counselors at Law

FILED

RICHARD A. ZACUR
SEAN A. COSTIS

5200 CENTRAL AVE.
POST OFFICE BOX 14409
ST. PETERSBURG, FLORIDA 33733
TELEPHONE 727-328-1000
FAX 727-323-7519

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PETER D. GRAHAM*
*BOARD CERTIFIED
REAL ESTATE ATTORNEY
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 31, 2005

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: INTERIM CAPITAL MORTGAGE, LLC

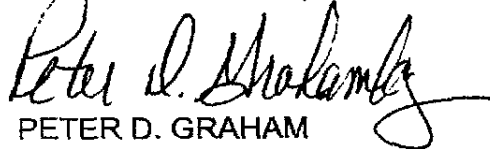
Dear Sirs:

Enclosed please find the original and one (1) copy of the Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for INTERIM CAPITAL MORTGAGE, LLC. Please file the enclosed and return a certified copy of the Articles to me at your earliest convenience. I have enclosed my check in the amount of \$155.00 to cover the filing fee, registered agent fee and the certified copy fee.

I thank you for your assistance. Should you have any questions, please do not hesitate to contact my office.

Very truly yours,

ZACUR & GRAHAM, P.A.


PETER D. GRAHAM

PDG/cg
Enclosures

ARTICLES OF ORGANIZATION
OF
INTERIM CAPITAL MORTGAGE, LLC

ARTICLE I
NAME

The name of the Limited Liability Company is INTERIM CAPITAL MORTGAGE, LLC.

ARTICLE II
ADDRESS

The mailing address of the Limited Liability Company is Post Office Box 12684, St. Petersburg, Florida 33733, and street address of the principal office of the Limited Liability Company is 7952 - 1st Avenue South, St. Petersburg, Florida 33707.

ARTICLE III
REGISTERED AGENT

The name and street address of the Limited Liability Company's initial registered agent for service of process are PETER D. GRAHAM, 5200 Central Avenue, St. Petersburg, Florida 33707.

ARTICLE IV
DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V
MANAGEMENT

FILED

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

INTERIM INVESTMENTS, INC.
7952 - 1st Avenue South
St. Petersburg, FL 33707

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

No person shall be admitted as a member of the Limited Liability company unless each member consents in writing to the admission.

ARTICLE VII
MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the Limited Liability Company shall have the right to continue the business on 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 Limited Liability Company.

Under penalties of perjury, the undersigned affirms that the facts stated herein are true.

INTERIM INVESTMENTS, INC.,
a Florida corporation

By 
LARRY A. WILLIAMS, JR., PRESIDENT

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, 2005, 38
the undersigned Limited Liability Company organized under the laws of the State of
Florida, submits the following statement in designating the Registered Office/Registered
Agent, in the State of Florida. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Limited Liability Company is INTERIM CAPITAL
MORTGAGE, LLC.

2. The name and address of the registered agent and registered office
are PETER D. GRAHAM, 5200 Central Avenue, St. Petersburg, Florida 33707.

Having been named as registered agent and to accept service of process for
the above stated Limited Liability Company at the place designated in this certificate, I
hereby accept the appointment as registered agent and agree to act in this capacity. I
further agree to comply with the provisions of all statutes relating to the proper and
complete performance of my duties, and I am familiar with and accept the obligations of
my positions as registered agent.

Under penalties of perjury, I declare that I have read the foregoing, and the
facts alleged are true, to the best of my knowledge and belief.

Dated this 19th day of May, 2005.


PETER D. GRAHAM