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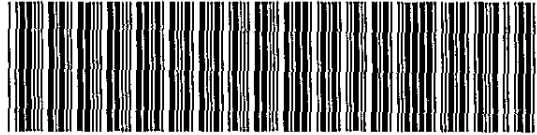
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BROWN JUN 22 2005

LAW OFFICE
STEPHEN M. FEIDELMAN, P.A.
2134 HOLLYWOOD BOULEVARD
HOLLYWOOD, FLORIDA 33020-6701

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June 15, 2005

Fla. Dept. of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Via Federal Express

Dear Sir or Madam:

Please find enclosed our Check No. 2997, of even date, in the amount of Two Hundred Fifty-five Dollars (\$250.00) in payment of the fees associated with filing the following enclosed documents in the order indicated:

1. Articles of Organization and designation of registered agent (\$125.00) regarding the above-referenced business, obtaining a certified copy of same (\$30.00) and certificate of status (\$5.00); and
2. Articles of Merger of Mortgage Boot Camp, Inc. Into Mortgage Boot Camp, L.L.C. and attached Plan of Merger (\$60.00) and obtaining a certified copy of same (\$30.00).

Yours truly,


Stephen M. Feidelman

Enclosures as stated

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
MORTGAGE BOOT CAMP, L.L.C.**

The undersigned, acting as an authorized representative of the initial members of the captioned limited liability company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization.

ARTICLE I - NAME

The name of this limited liability company is Mortgage Boot Camp, L.L.C. (called the "Company") and the mailing address and street address of its principal office is 2722 N. E. First Street, Suite 2, Pompano Beach, Florida 33062.

ARTICLE II - EFFECTIVE DATE

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III - PURPOSE OF ORGANIZATION

The Company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under the laws of Florida.

**ARTICLE III - INITIAL REGISTERED AGENT
AND REGISTERED OFFICE**

The name and the Florida street address of the Company's initial registered agent are: Joseph Panico, 2722 N. E. First Street, Suite 2, Pompano Beach, Florida 33062.

ARTICLE IV - MANAGEMENT

This Company will be managed by one or more members appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be member-managed. The member-managers may also be designated as the president, secretary, and treasurer of the Company, and may also be designated as vice presidents, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of a corporation. The members, at a meeting of the members held not less than annually, shall designate the member-managers and the positions that these member-managers will hold. The initial member-managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

Name:	Position:
Joseph Panico	President

ARTICLE V - OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the limited liability company operating agreement

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governing the operation of the Company shall be vested in its members.

ARTICLE VI - INDEMNIFICATION

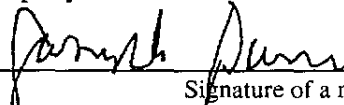
If the criteria set forth in §608.4363, *Florida Statutes*, or any successor statute, have been met, then the Company shall indemnify any manager or member, or former manager or member, his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4363, *Florida Statutes*.

ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

The remaining members may admit additional members only upon such terms and conditions of admission as shall be set forth in the limited liability company operating agreement for the Company.

ARTICLE VIII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the Company may 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 upon such terms and conditions as shall be set forth in the limited liability company operating agreement for the Company.

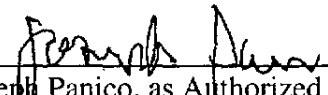


Signature of a member or authorized representative of a member

In accordance with Section 608.408(3), *Florida Statutes*, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

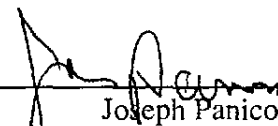
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of §§608.415 and 608.507, *Florida Statutes*, Mortgage Boot Camp, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates Joseph Panico, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State, and designates 2722 N. E. First Street, Suite 2, Pompano Beach, Florida 33062, the business of its Registered Agent, as its Registered Office in the state of Florida.



Joseph Panico, as Authorized Representative

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 position as registered agent.



Joseph Panico

6/15/05

(Date)

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TALLAHASSEE, FLORIDA