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(City/State/Zip/Phone #)

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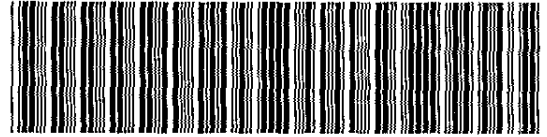
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DIVISION OF CORPORATIONS



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 839830 81879A

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE : January 30, 2006

ORDER TIME : 12:01 PM

ORDER NO. : 839830-005

CUSTOMER NO: 81879A

FILED  
2006 JAN 30 PM 3:39  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

DOMESTIC FILING

NAME: HOME CREDIT SOLUTIONS, 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: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION**  
**OF**  
**HOME CREDIT SOLUTIONS, LLC**

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

**ARTICLE I - NAME**

The name of the limited liability company shall be HOME CREDIT SOLUTIONS, LLC ("company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the company is 9 Pacific Drive, Palm Coast, Florida 32164.

**ARTICLE III - DURATION**

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 as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the Operating Agreement.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida are:

**GERRY SAINT LAURENT**  
**9 Pacific Drive**  
**Palm Coast, Florida 32164**

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FLORIDA

## **ARTICLE V**

The name and address of the initial member is as follows:

**GERRY SAINT LAURENT**  
**9 Pacific Drive**  
**Palm Coast, Florida 32164**

**YVONNE DONES**  
9 Pacific Drive  
Palm Coast, Florida 32164

## **ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member may make additional capital contributions to the company on the consent of the members, or as provided in the Operating Agreement.

## **ARTICLE VII - TRANSFER DURING LIFE**

No member shall sell, assign, pledge or otherwise transfer, pledge or encumber, in any manner or by any means whatever, any interest in all or part of his membership in the company (hereinafter referred to as transfer) except as hereinafter provided.

## **ARTICLE VIII - TRANSFERS AT DEATH**

Upon the receipt of due notice of the death of the first member to die, the Manager shall, ninety (90) days after the receipt of such notice, assign, transfer and convey to the surviving members pro rata all of the interest owned by the said decedent and the Manager shall take all necessary proceedings to pay to the legal representative of the said decedent as much of the proceeds as may be necessary to purchase such interest in the company at the price agreed upon by the members or as otherwise set forth in the Operating Agreement.

## **ARTICLE IX - ADMISSION OF NEW MEMBERS**

Except as set forth in the Operating Agreement, additional members may be admitted to the company upon the written consent of a majority of the members of the company and on such terms and conditions as shall be determined by the members. A member may only transfer his or her interest in the company as set forth in the Operating Agreement of the company. No transferee shall have a 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 X - DEADLOCK**

Should deadlock, dispute or controversy arise among the members for any reason including arriving and determining annually the adjusted purchase price to be paid for a member's interest in the company, in the event they are offered for sale by any deceased member's estate, until a determination shall have been made as to such adjusted purchase price, the purchase price determined and agreed upon at the last anniversary date preceding such dispute shall continue in full force and effect until a determination shall be made either by the members or the Arbitrators, as hereinafter provided.

Should the members be unable to resolve such deadlock, dispute or controversy within fifteen (15) days the matter shall be submitted to arbitration in Jacksonville, Florida, in accordance with the rules for resolution of limited liability company disputes of the American Arbitration Association.

## **ARTICLE XI - MEMBERS' RIGHT TO CONTINUE BUSINESS**

The company shall not 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 dissolved by majority vote of all the remaining members.

## **ARTICLE XII - MANAGEMENT**

The company shall be managed by a Manager in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.


**IN WITNESS WHEREOF**, the undersigned Organizer has made and subscribed these articles of organization at Palm Coast, Florida, on this 25<sup>th</sup> day of

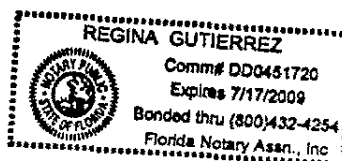
Jan. 2006.

  
GERRY SAINT LAURENT, Organizer

**STATE OF FLORIDA  
COUNTY OF FLAGLER**

**THE FOREGOING** instrument was acknowledged before me this 25<sup>th</sup> day of Jan., 2006, by Gerry Saint Laurent. He is personally known to me or has produced driver's license as identification and who did (did not) take an oath.

  
NOTARY PUBLIC



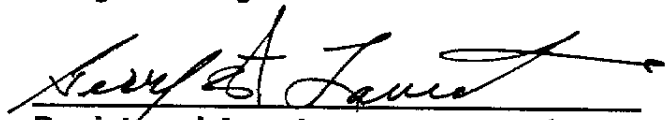
**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, **HOME CREDIT SOLUTIONS, LLC**, 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 **HOME CREDIT SOLUTIONS, LLC**.
- (2) The name and street address of the registered agent in Florida are:

**GERRY SAINT LAURENT  
9 Pacific Drive  
Palm Coast, Florida 32164**

The undersigned, being the person named in the articles of organization of **HOME CREDIT SOLUTIONS, LLC**, 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.

  
\_\_\_\_\_  
Registered Agent  
Print Name: GERRY ST LAURENT