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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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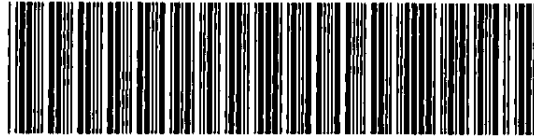
(Business Entity Name)

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J. BRYAN MAR - 9 2007

Milam Howard
Nicandri Dees & Gillam, P.A.

G. Alan Howard

E-mail: ahoward@milamhoward.com

March 7, 2007

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32031

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Re: Real Securitization Systems, Inc.

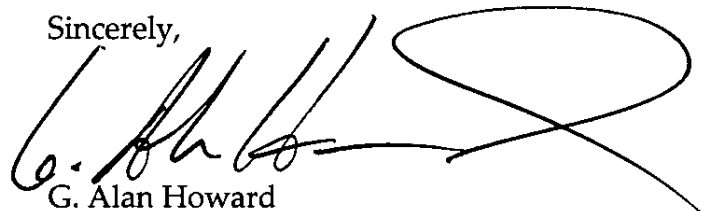
Dear Sir/Madam:

Please find enclosed an original Certificate of Conversion with original Articles of Organization attached regarding the conversion of the above-referenced entity.

Also enclosed is a check payable to Department of State in the amount \$150.00 for the filing fee.

Please call if you have any questions regarding the enclosed.

Sincerely,



G. Alan Howard

GAH:ks
Enclosures

Certificate of Conversion
for
Real Securitization Systems, Inc.
into
Real Securitization Systems, LLC

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This Certificate of Conversion and attached Articles of Organization are submitted to convert Real Securitization Systems, Inc. into Real Securitization Systems, LLC in accordance with Section 608.439, Florida Statutes.

1. The name of the entity immediately prior to the filing of this Certificate of Conversion is:

Real Securitization Systems, Inc.

2. Real Securitization Systems, Inc. is a corporation first incorporated under the laws of the State of Florida on September 15, 2006 and assigned document number: P06000119313.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is:

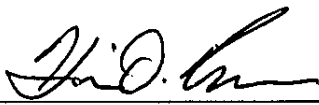
Real Securitization Systems, LLC

4. Real Securitization Systems, Inc. has converted into Real Securitization Systems, LLC in compliance with Chapter 608, Florida Statutes, and the conversion complies with the applicable laws governing Real Securitization Systems, LLC.
5. The plan of conversion was approved by Real Securitization Systems, Inc. in accordance with Chapter 607, Florida Statutes.
6. The effective date of this conversion shall be the date of filing of this Certificate of Conversion.

7. Real Securitization Systems, LLC's principal office address is:

10321 Fortune Parkway, Suite 201
Jacksonville, Florida 32256

Signed this 5th day of March, 2007.

By: 
Kim D. Thorpe
Chief Financial Officer

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ARTICLES OF ORGANIZATION
OF
REAL SECURITIZATION SYSTEMS, LLC

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Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I
NAME

The name of this limited liability company (the "Company") shall be Real Securitization Systems, LLC.

ARTICLE II
ADDRESS

The mailing address and the street address of the principal office of this Company shall be 10321 Fortune Parkway, Suite 201, Jacksonville, Florida 32256.

ARTICLE III
REGISTERED AGENT

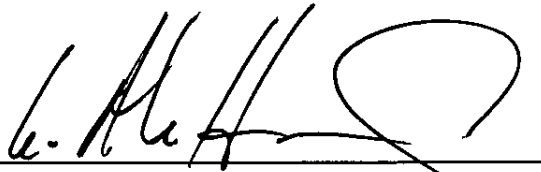
The initial registered office of this Company shall be 14 East Bay Street, Jacksonville, Florida 32202, and its initial registered agent at such office shall be Milam Howard Nicandri Dees & Gillam, P.A.

Prepared by G. Alan Howard, Esq.
Milam Howard Nicandri Dees & Gillam, P.A.
14 East Bay Street
Jacksonville, Florida 32202
(904) 357-3660

**ARTICLE IV
MANAGEMENT OF THE COMPANY**

This Company will be a member-managed company managed by one of its members or such other person as may be designated by the member, in accordance with and subject to the requirements of the Act and the operating agreement of this Company.

IN WITNESS WHEREOF, the undersigned, as an authorized representative for a member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.407 of the Act.



G. Alan Howard
Authorized Representative for Member

Dated: March  2007

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

Real Securitization Systems, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Milam Howard Nicandri Dees & Gillam, P.A. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 14 East Bay Street, Jacksonville, Florida 32202.

REAL SECURITIZATION SYSTEMS, LLC

By: _____

G. Alan Howard

Authorized Representative for Member

Dated: March 5, 2007

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, we hereby agree to accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and we are familiar with and accept the obligations of my position as registered agent.

DATED this 5 day of March, 2007.

**MILAM HOWARD NICANDRI
DEES & GILLAM, P.A.**

By: _____

G. Alan Howard, President

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