

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561) 694-8107
Fax Number : (561) 694-1639

RECEIVED DATE
9/28/07SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA/FOREIGN LIMITED LIABILITY CO.**The Mortgage Counselors, LLC**

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Corporate Filing Menu

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
The Mortgage Counselors, LLC

Article II. Address

The street and mailing address of the Company's initial principal office is:
The Mortgage Counselors, LLC
730 NW 107th Avenue, Suite 120
Miami FL 33172

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Emilio Jose Cardenal
730 NW 107th Avenue, Suite 120
Miami FL 33172

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Alfredo Garcia-Menocal I FL Bar Member 533610
Alfredo Garcia-Menocal, P.A.
730 NW 107th Avenue, Suite 115
Miami FL 33172
786-512-7169

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

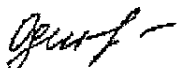
This will be a manager-managed company. The name and address of each manager is:

EMILIO JOSE CARDENAL
730 NW 107th Avenue, Suite 120
Miami FL 33172

Article VII. Company Existence

The Company's existence shall begin effective as of September 28, 2007.

The undersigned authorized representative of a member executed these Articles of Organization on October 1, 2007.



ALFREDO GARCIA-MENOCAL
by Y. Ogurchikova as attorney-in-fact

Alfredo Garcia-Menocal I FL Bar Member 533610
Alfredo Garcia-Menocal, P.A.
730 NW 107th Avenue, Suite 115
Miami FL 33172
786-512-7169

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

The Mortgage Counselors, LLC

REGISTERED AGENT/OFFICE:

Emilio Jose Cardenal
730 NW 107th Avenue, Suite 120
Miami FL 33172

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



EMILIO JOSE CARDENAL
by Y. Ogurchikova as attorney-in-fact

Date: September 28, 2007.

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TALLAHASSEE, FLORIDA

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