

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L08000077475
FILED 8:00 AM
August 12, 2008
Sec. Of State
gharvey

Article I

The name of the Limited Liability Company is:

CARTHAGE CAPITAL, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

2665 S BAYSHORE DRIVE
SUITE 601
COCONUT GROVE, FL. 33133

The mailing address of the Limited Liability Company is:

2665 S BAYSHORE DRIVE
SUITE 601
COCONUT GROVE, FL. 33133

Article III

The purpose for which this Limited Liability Company is organized is:

CORRESPONDENT LENDER

Article IV

The name and Florida street address of the registered agent is:

RICHARD C DENNIS
7398 SW 54TH COURT
MIAMI, FL. 33143

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.

Registered Agent Signature: RICHARD C. DENNIS

Article V

The name and address of managing members/managers are:

Title: MGRM
RICHARD C DENNIS
7398 SW 54TH COURT
MIAMI, FL. 33143

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Article VI

The effective date for this Limited Liability Company shall be:

08/12/2008

Signature of member or an authorized representative of a member

Signature: RICHARD C. DENNIS