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TALLAHASSEE, FLORIDA

M. THOMAS

JAN 13 2009

EXAMINER

Barry M. Elkin
Attorney at Law
14810 Rue de Bayonne
Suite 4G
Clearwater, FL 33762
727.299.9774
Fax: 727.299.9005

January 9, 2009

Secretary of State, State of Florida
Department of State
Division of Corporations
Corporate Filing
P.O. Box 6327
Tallahassee, FL 32314

RE: Pinehill Mortgage Company, LLC

Gentlemen:

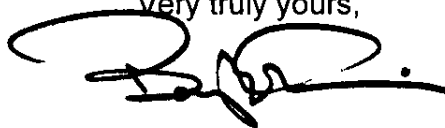
Enclosed please find Articles of Organization of Pinehill Mortgage Company, LLC, for filing, together with my check for \$160.00 to cover the following:

Filing Fee	\$100.00
Certificate of Status	\$ 5.00
Certified Copy	\$ 30.00
Registered Agent Fee	\$ 25.00

Please send the Certificate of Status and Certified Copy of the Articles to me in the return envelope herewith provided.

Thank you for your kind attention.

Very truly yours,



Barry M. Elkin

BME/jbw
Enc.

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
PINEHILL MORTGAGE COMPANY, LLC**

The undersigned authorized representative hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the "**Company**") shall be:

PINEHILL MORTGAGE COMPANY, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

14810 Rue de Bayonne, Suite 4G
Clearwater, FL 33762

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 14810 Rue de Bayonne, Suite 4G, Clearwater, FL 33762, and the initial registered agent of the Company at such office shall be Barry M. Elkin, Esquire. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Operating Agreement

The power to adopt the Operating Agreement of the Company, to alter, amend, or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

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ARTICLE V

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.408, Florida Statutes, has executed these Articles for the uses and purposes therein stated.



Barry M. Elkin, Authorized Representative

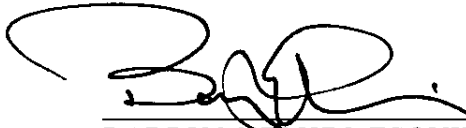
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PINEHILL MORTGAGE COMPANY, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 1st day of January, 2009.



BARRY M. ELKIN, ESQUIRE

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