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T. CLINE

APR 29 2010

EXAMINER

SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Telephone: 305/448-3900 • Facsimile: 305/446-9206

Charles P. Sacher  
Gregory T. Martini  
Charles S. Sacher

Brian V. Bergman  
Melissa R. Smith

April 23, 2010

Certified Mail Return Receipt Requested  
Article # 7008 1830 0003 4462 9999

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: IPC Financial Solutions, LLC  
Our File No. 4213-149

Dear Sir/Madam:

On behalf of the above-referenced limited liability company, I enclose herewith an original fully executed and notarized Articles of Organization, together with our firm check in the amount of \$155.00.


Please have this original copy of the Articles of Organization filed among the corporate records of the State of Florida, to be effective April 23, 2010, so long as these Articles of Organization are filed within five (5) business days of this date. Please return a certified copy to the undersigned.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee	\$100.00
Certified Copy Fee	30.00
Registered Agent Fee	<u>25.00</u>
<b>TOTAL</b>	<b>\$155.00</b>

Thank you for your attention to this matter.

Sincerely,

  
Charles P. Sacher

CPS/ir

Enclosures

cc: Mr. Roger Trombino  
Mr. Dennis Clabby  
Mr. Brian Wheeler

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## ARTICLES OF ORGANIZATION OF IPC FINANCIAL SOLUTIONS, LLC

The undersigned, desiring to form a Limited Liability Company under and pursuant to §608.405, Florida Statutes, does hereby certify as follows:

- FIRST: The name of said limited liability company shall be IPC FINANCIAL SOLUTIONS, LLC.
- SECOND: IPC FINANCIAL SOLUTIONS, LLC shall exist in perpetuity.
- THIRD: Copies of the Operating Agreement of IPC FINANCIAL SOLUTIONS, LLC may be obtained from the Manager at 9200 South Dadeland Boulevard, Suite 705, Miami, Florida 33156 which is the place in the State of Florida where the principal office of the limited liability company is located. The mailing address of IPC FINANCIAL SOLUTIONS, LLC shall be 9200 South Dadeland Boulevard, Suite 705, Miami, Florida 33156.
- FOURTH: The purposes for which IPC FINANCIAL SOLUTIONS, LLC is formed are:
- A. Engaging in any and all phases of the business of acting as a mortgage broker solely on behalf of the Franchise Members of Independent Purchasing Cooperative, Inc., including, but not limited to receiving and processing loan applications, seeking to obtain loans, negotiating the terms and conditions of a new or existing loan and negotiating the sale of new or existing loans to investors;
  - B. Engaging in any and all phases of the business of acting as a mortgage lender by making or servicing mortgage loans to solely to the Franchise Members of Independent Purchasing Cooperative, Inc.; and
  - C. Engaging in such other lawful acts or activities for which limited liability companies may be formed under §608.403, Florida Statutes.
- FIFTH: The maximum number of ownership units which IPC FINANCIAL SOLUTIONS, LLC is authorized to have outstanding is one thousand (1000), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.
- SIXTH: IPC FINANCIAL SOLUTIONS, LLC desiring to organize under the laws of the State of Florida as a limited liability company has designated its

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initial registered office at 2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134 and has named CHARLES P. SACHER as its initial Registered Agent who is located at such address.

SEVENTH: The name and street address of the subscriber to these Articles of Organization of IPC FINANCIAL SOLUTIONS, LLC is as follows:

<u>NAME</u>	<u>ADDRESS</u>
CHARLES P. SACHER	2655 LeJeune Rd., Suite 1101 Coral Gables, FL 33134

EIGHTH: The business of this limited liability company shall be conducted by three (3) Managers who shall be elected by the Members, who shall be elected in accordance with the Operating Agreement.

The name and street address of the initial Managers, who shall hold office for the first year of its existence or until their successors are elected and qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Roger Trombino	9200 South Dadeland Boulevard, Suite 705 Miami, FL 33156
Dennis Clabby	9200 South Dadeland Boulevard, Suite 705 Miami, FL 33156
Brian Wheeler	9200 South Dadeland Boulevard, Suite 705 Miami, FL 33156

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In accordance with the provisions of §608.409, Florida Statutes, the effective date of existence is specified to be April 23, 2010, so long as these Articles of Organization are filed with the Secretary of State within five (5) business days of this date.

WITNESS my hand and seal this 23 day of April, 2010  
Charles P. Sacher (SEAL)

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE ) SS:

BEFORE ME, the undersigned authority, personally appeared CHARLES P. SACHER, to me well known to be the person described in and who executed and subscribed to the foregoing

Articles of Organization, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 23 day of April, 2010.

Nancy Urquiza Morgenster  
Notary Public, State of Florida at Large

My commission expires:



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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for IPC FINANCIAL SOLUTIONS, LLC, at the place designated in Section SIXTH of the Articles of Organization to which this Acknowledgment is attached, I hereby acknowledge that I am familiar with and accept the obligations of that position.

 (SEAL)  
Charles P. Sacher, Registered Agent

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