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LLC

1. Lakewood Funding, LLC
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

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TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS:

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the limited liability company is: Lakewood Funding, LLC.

ARTICLE II – Principal Office Address

The mailing address and street address of the principal office of the limited liability company is:

360 Central Avenue
Suite 1200
St. Petersburg, FL 33701

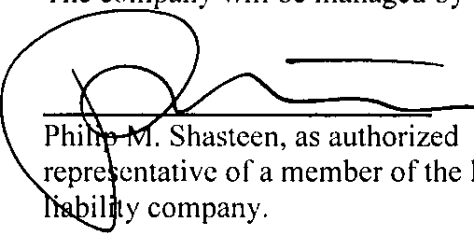
ARTICLE III – Registered Agent/Registered Office

The mailing address and street address of the limited liability company's initial registered agent in Florida is:

Philip M. Shasteen
360 Central Avenue
Suite 1200
St. Petersburg, FL 33701

ARTICLE III – Management

The company will be managed by a managing member.


Philip M. Shasteen, as authorized
representative of a member of the limited
liability company.

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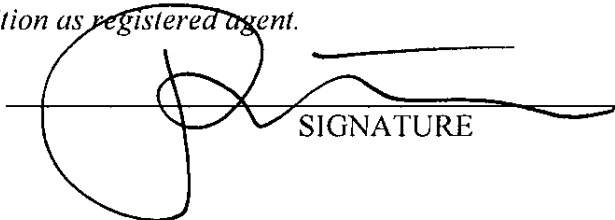
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 608.415, Florida statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. The name of the limited liability company is Lakewood Funding, LLC.
2. The name and the Florida street address of the registered agent are:

Philip M. Shasteen
360 Central Avenue
Suite 1200
St. Petersburg, FL 33701

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.


SIGNATURE

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