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FLORIDA LIMITED LIABILITY CO.
Villages Home Funding, LLC

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**ARTICLES OF ORGANIZATION
OF
VILLAGES HOME FUNDING, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I

NAME

The name of the limited liability company shall be **VILLAGES HOME FUNDING, LLC** ("Company").

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company shall be 11714 NE 62nd Terrace, Suite 301, The Villages, Florida 32162.

ARTICLE III

DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's duration shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE IV

PURPOSE

The purpose for which this Limited Liability Company is organized is to perform any lawful purpose related to home mortgage financing.

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ARTICLE V

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is **EDWARD PARNELL**, 321 Barclay Ave., Altamonte Springs, Florida 32701.

ARTICLE VI

CAPITAL CONTRIBUTIONS

The initial members of the Company shall contribute to the capital of the Company the sum of \$1,000.00.

ARTICLE VII

ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

ARTICLE VIII

ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as all the members determine. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX

INITIAL MEMBERS

The initial members of the Company shall be **EDWARD PARNELL**, **KENDALL DURKEE**, **DEBBIE OKRUHLICA** and **FRANK OKRUHLICA**.

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ARTICLE X

MANAGEMENT

The Company shall be managed by managers in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may not contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name of the initial Managing Member of the Company is **EDWARD PARNELL**.

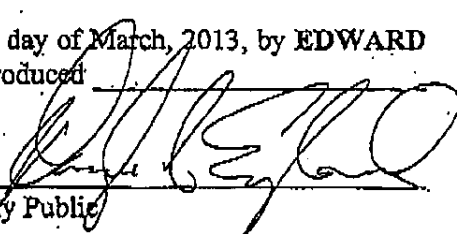
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at The Villages, Florida, on this 18th day of March, 2013.


EDWARD PARNELL

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 18 day of March, 2013, by **EDWARD PARNELL**, who is personally known to me or has produced as identification.




Notary Public

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for **VILLAGES HOME FUNDING, LLC**, I hereby accept the designation and agree to act as the Registered Agent of said Company.

Dated this 18th of March, 2013.


By: **EDWARD PARNELL**

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