

L95000000446

Daniel J. Weinberg

Certified Public Accountant

MEMBER
American Institute of C.P.A.'s
New York State Society of C.P.A.'s
Florida Institute of C.P.A.'s

FILED
95 JUN -9 11 10 AM
SECRETARY OF STATE
TALLAHASSEE FLORIDA

June 5, 1995

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-06/12/95--01006--001
****285.00 ****285.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Greenfield Gourmet Coffee, L.C.

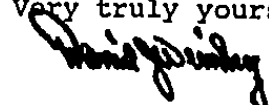
To Whom It May Concern:

Enclosed are original Articles of Organization for Florida Limited Liability Company together with one (1) copy along with a check in the amount of \$285.00 to cover the filing fees.

Please send acknowledgement receipt to:

DANIEL J. WEINBERG, P.A.
c/o Daniel J. Weinberg, CPA
23123 State Road 7, Suite 301
Boca Raton, FL 33428

Very truly yours,



Daniel J. Weinberg
Certified Public Accountant

DJW/bz
ENC.

SHARON L. TALA

JUN 14 1995

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

FILED
JUN 9 1966
CLERK OF COURT
JUL 11 1966
JUL 11 1966

ARTICLE I - Name:

The name of the Limited Liability Company is:

Greenfield Gourmet Coffee, L.C.

ARTICLE II - Address:

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

2460 N.W. 17th Lane, #6
Pompano Beach, FL 33064

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

The Company shall continue until terminated by its members.

ARTICLE IV - MANAGEMENT:

(check and complete the appropriate statement)



The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Scott M. Greenfield
2460 N.W. 17th Lane, #6
Pompano Beach, FL 33064



The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The members may admit additional members based upon the approval of all of the present members.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

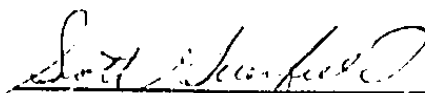
Any remaining members can continue the Company and have first option to purchase such member's Percentage Interest.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Greenfield
Gourmet Coffee, L.C.
_____ deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 100,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ -0-. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 100,000.00. This total includes amounts from 2 and 3 above.

FILED
JUN -9 10 10 AM
TALLAHASSEE FLORIDA



Signature of a member or authorized representative of a member.
(In accordance with section 608.108(3) Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FILED
JUN-9 1995
STATE OF FLORIDA
CLERK OF THE COURT

1. The name of the limited liability company is: Greenfield
Gourmet Coffee, L.C.

2. The name and address of the registered agent and office is:

Scott M. Greenfield
(Name)
2460 N.W. 17th Lane, #6
(P.O. Box not acceptable)
Pompano Beach, FL 33064
(City/State/Zip)

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.

X Scott Greenfield
(Signature)

6-5-95
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

L95000000446

Scott Greenfield
9793 Arbor Oaks Lane # 303
Boca Raton, FL 33428

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-07/18/95--01047--001
****105.00 ****105.00

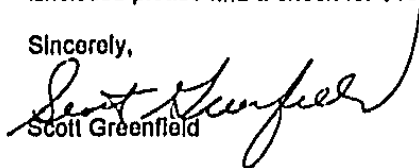
Friday, July 14, 1995

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear :

Please record the enclosed amendment. My phone number is 407-487-7950.
Enclosed please find a check for \$105.00 for the filing fee as well as a Certified Copy.

Sincerely,


Scott Greenfield

FILED
1995 JUL 17 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change

HFT 7-25-95

CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

FILED
1995 JUL 17 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GREENFIELD GOURMET COFFEE, L.C.

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was 6-9-95

Document # L95000000446

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

NAME CHANGE :
NEW NAME IS : PRIVATE MORTGAGE ACCEPTANCE, L. C.

MAIN BUSINESS PURPOSE : BUYING, SELLING + ORIGINATING MORTGAGE LOANS

Dated 7-15, 19 95.

Scott Greenfield
Signature of a member or authorized representative of a member

SCOTT GREENFIELD
Typed or printed name of person signing