

**RAYMOND L. PLACID**

ATTORNEY AT LAW

1172 S. DIXIE HIGHWAY, SUITE 203  
CORAL GABLES, FLORIDA 33140  
TELEPHONE: (305) 668-3183  
FACSIMILE: (305) 668-0302

*L9160000000675*

May, 1996

Secretary of State  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Venture Mortgage Advisors LC

600001814456  
-05/09/96--01031--001  
\*\*\*285.00 \*\*\*285.00

Dear Sir:

Enclosed is a check for \$285.00 to pay for the filing fees for the above entity. In addition, I have attached a copy of the executed articles organization for Venture Mortgage Advisors L.C. Please register this entity with the State.

If you have any questions, please call.

Sincerely

Raymond L. Placid  
For the Firm

FILED  
JUN 19 AM 7:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

GANEXTVENTURESECRETAR.STA

*W96-10288*

*MGRM*

*011127*

*5/10/96*

*TB*



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

May 14, 1996

**RAYMOND L. PLACID**  
1172 SO DIXIE HIGHWAY  
STE 293  
CORAL GABLES, FL 33146

**SUBJECT: VENTURE MORTGAGE ADVISORS LC**  
Ref. Number: W96000010288

We have received your document for VENTURE MORTGAGE ADVISORS LC and check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

**FOR YOUR CONVENIENCE I HAVE ENCLOSED AN AFFIDAVIT.**

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 896A00023949

**RAYMOND L. PLACID**

**ATTORNEY AT LAW**

1172 B. DIXIE HIGHWAY, SUITE 203  
CORAL GABLES FLORIDA 33149  
TELEPHONE: (305) 008-3163  
FACSIMILE: (305) 008-0302

June 10, 1996

Secretary of State  
P.O Box 6327  
Tallahassee, Florida 32314

**RE: Venture Mortgage Advisors L.C.**

Dear Secretary:

Enclosed is an Affidavit of Membership and Contributions. I have previously forwarded the check to you for \$285.00 to cover the filing fee. Please have this entity, Venture Mortgage Advisors L.C., registered with the State.

If you have any questions, please call.

Sincerely



**Raymond L. Placid  
For the Firm**

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ARTICLE VIII - 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 company shall be allowed on if the Company is continued by the consent of all the remaining Members.

Dated  
Teto, Inc.

By: Tom Rouse  
Name Tom Rouse  
Title President

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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 obligation of my position as registered agent.

Tom Rouse

By: Tom Rouse  
(Signature)

5/1/86  
(Date)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of Venture Mortgage Advisors, 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 \$ 200.00 .
3. if any, the agreed value of property other than cash \$ 0 .  
A description of the property is attached and made a part hereto.
4. the amount of cash or property anticipated to be contributed by member(s) is \$ 0 .
5. the total amount of 2, 3, and 4 is \$ 200.00 .

FILED  
JUN 19 AM 11:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dated: May 20, 1996  
Teto, Inc.

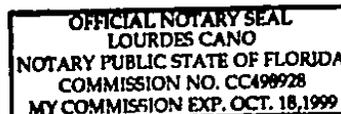
Tom Rouse  
By: Tom Rouse, President

Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

STATE OF FLORIDA        )  
                                  )ss  
COUNTY OF Dade        )

The foregoing instrument was acknowledged before me this May 20, 1996, by Tom Rouse, as President of Teto Inc. and on behalf of said corporation and, who is personally known to me and/or produced Florida Driver License as identification and who did not take an oath.

Loures Cano  
Notary Public, State of Florida  
Loures Cano  
Print Name



L96000000675

RAYMOND L. PLACID

ATTORNEY AT LAW

RAYMOND L. PLACID, P.A.  
1172 B. DIXIE HIGHWAY, SUITE 203  
CORAL GABLES, FLORIDA 33146  
TELEPHONE: (305) 866-3163  
FACSIMILE: (305) 866-9392

March 31, 1997

FILED  
97 APR 17 AM 8:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Divisions of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

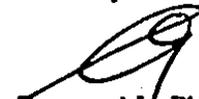
RE: Venture Mortgage Advisors L.C.

Dear Secretary of State:

Enclosed is a Certificate of Amendment to Articles of Organization for Venture Mortgage Advisors, L.C. along with a check for \$35.00 to cover the fees.

If you have any questions, please call.

Sincerely



Raymond L. Placid  
For the Firm

\$52.50 - CF

700002135027--0  
-04/07/97--01068--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

300002151059--0  
-04/22/97--01081--019  
\*\*\*\*\*17.50 \*\*\*\*\*17.50

Amend

VS APR 21 1997



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

April 10, 1997

**RAYMOND L. PLACID, P.A.**  
1172 S. DIXIE HWY., SUITE 293  
CORAL GABLES, FL 33146

**SUBJECT: VENTURE MORTGAGE ADVISORS, L.C.**  
Ref. Number: L9600000675

We have received your document for VENTURE MORTGAGE ADVISORS, L.C. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file this document is \$52.50. For each certified copy requested, please add an additional \$52.50.

There is a balance due of \$17.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 097A00018036

**RECEIVED**  
97 APR 17 AM 8:38  
DIVISION OF CORPORATIONS

FILED  
97 APR 17 AM 8:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

CERTIFICATE OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION FOR  
VENTURE MORTGAGE ADVISORS, L.C.

Pursuant to the Florida Statutes, this Florida Limited Liability Company hereby submits this certificate of amendment to its Articles of Organization

The filing date for the certificate of limited liability was June 19, 1996.

The amendment to the certificate of limited liability company is as follows:

**Amendment adopted: Article IV "Management" is hereby deleted in its entirety and replaced with the following:**

/x / 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:  
Thomas C. Rouse, 901 Ponce De Leon Blvd. Suite 600, Coral Gables, Fl 33134.

The date of the amendment's adoption: March 24, 1997

Adoption of Amendment(s)

[x] The amendment was adopted by all of the Members of VENTURE MORTGAGE ADVISORS, L.C.

Signed this 24 day of March, 1997

Signature:  
Thomas C. Rouse

By: [Signature]  
(Signature)

3/24/97  
(Date)

State of Florida )  
County of Dade )

On March 24, 1997, Thomas C. Rouse, personally appeared on behalf of said entity before me, who is identity I proved on the basis of a Florida Drivers License.

[Signature]  
Notary Public Signature  
Notary's Printed Name  
My Commission expires:

OFFICIAL NOTARY SEAL  
LOURDES CANO  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC498928  
MY COMMISSION EXP. OCT. 18, 1999