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November 25, 1996

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

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-11/27/96--01063--001
*****285.00 *****285.00

Re: Wood Mortgage, L.C.

Dear Sir/Madame:

Please file the enclosed Articles and find attached the following:

1. Check in the amount of \$285 representing the following filing fees:
 - a. Filing Fee - \$250, Registered Agent Fee - \$35
2. Articles of Organization for Florida Limited Liability Company with attached Affidavit of Membership and Contribution with Certificate of Designation of Registered Agent; and

Please return filed Articles to this office as soon as possible using the enclosed self-addressed stamped envelope. A fax of the docketed Articles would be appreciated, if possible. Thank you.

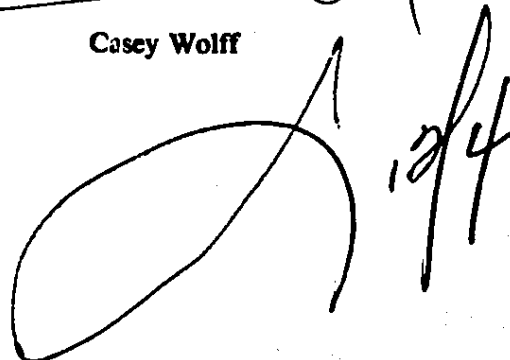
Very truly yours,

PAULICH, SLACK & WOLFF, P.A.


Casey Wolff

CW/clv
enclosures

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TALLAHASSEE FLORIDA



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

**ARTICLE I
NAME**

The name of the Limited Liability Company is:

WOOD MORTGAGE, L.C.

**ARTICLE II
ADDRESS**

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

3255 Tamiami Trail N.
Naples, Fl. 34103

**ARTICLE III
DURATION**

The period of duration for the Limited Liability Company shall be: 50 years

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by a Manager and the name and address of such manager who is to serve until the first annual meeting of the Members or until his successor is elected and qualifies shall be:

Ron Freedman
3255 Tamiami Trail N.
Naples, Fl. 34103

**ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS**

Upon approval by 67% of the Members, the Company is authorized to issue additional Units in the Company and to admit Additional Members to the Company.

**ARTICLE VI
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the

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occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

These Articles are executed this 22 day of November, 1996 by the undersigned Initial Members of WOOD MORTGAGE, L.C., pursuant to the Florida Limited Liability Company Act, Florida Statute §608.401 *et. seq.*

Carol Tarnley
Witness

Attest:

David Spencer
Secretary

MEMBERS:

Ron Freedman
Ron Freedman, an individual

JOHN R. WOOD, INC.
a Florida corporation

Phillip R. Wood
By: Phillip R. Wood, President

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF COLLIER

The undersigned member or authorized representative of a member of **WOOD MORTGAGE, L.C.** deposes and says:

1. The above named Limited Liability Company has at least two members.
2. The total amount of cash or property contributed by **John R. Wood, Inc.** is \$ 2500.
3. The total amount of cash or property contributed by **Ron Freedman** is \$ 2500.
4. The total amount of cash or property anticipated to be contributed by all members is \$ 5000. This total includes amounts from 2 and 3 above.


Ron Freedman, Member and Manager

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TALLAHASSEE
FLORIDA

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
COUNTY OF COLLIER

Before me, a Notary Public, the foregoing instrument was acknowledged this 2nd day of November, 1996, by **Ron Freedman**, who is personally known to me, or who has produced a driver's licenses as identification.


Notary Public, State of Florida



CAROLYN L. VARNEY
MY COMMISSION # CC400251 EXPIRES
June 5, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

**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 AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

WOOD MORTGAGE, L.C.

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

Casey Wolff, Esq.
C/O Paulich, Slack & Wolff, P.A.
2150 Goodlette Rd., Sixth floor
Naples, Fl. 34102

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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 of Registered Agent

Date: 22 Nov 1996