



THE UNITED STATES
CORPORATION
COMPANY

L970000000191

ACCOUNT NO. : 072100000032

REFERENCE : 247575 7123141

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 4, 1997

ORDER TIME : 10:22 AM

ORDER NO. : 247575-005

CUSTOMER NO: 7123141

CUSTOMER: Mr. Kenneth J. Vanness
MEDALLION MORTGAGE

501 West Horatio Street

Tampa, FL 33606

300002096073--5
-02/24/97--01113-021
***285.00 ***285.00

DOMESTIC FILING

NAME: MEDALLION MORTGAGE AND
FINANCIAL SERVICES, L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX LIMITED LIABILITY COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

W97-2784
162 2.4
2.17.97

FILED
97 FEB -4 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 FEB -4 AM 11:22
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 4, 1997

RESUBMIT

Please give original
submission date as file date.

CSC NETWORKS
1201 HAYS STEET
TALLAHASSEE, FL 32301-2607

SUBJECT: MEDALLION MORTGAGE AND FINANCIAL SERVICES, L.C.
Ref. Number: W97000002784

We have received your document for MEDALLION MORTGAGE AND FINANCIAL SERVICES, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

In Article III, you referred to Exhibit "A", but no such document was enclosed.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 697A00005835

RECEIVED
56 FEB 14 PM 1:28
TALLAHASSEE, FL 32314

**ARTICLES OF ORGANIZATION
OF
MEDALLION MORTGAGE AND FINANCIAL SERVICES, L.C.**

FILED
97 FEB -4 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, does hereby certify that I have associated myself for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of said limited liability company.

ARTICLE I

NAME

The name of this limited liability company shall be **MEDALLION MORTGAGE AND FINANCIAL SERVICES, L.C.**

ARTICLE II

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted in which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things hereinbefore set forth to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, associations, or corporation carrying on any kind of business of a similar nature to that which this limited

liability company is authorized to carry on, pursuant to provisions of this certificate; and to hold, utilize, or in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporation, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement to develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprises in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its businesses or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this

limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any powers, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as set forth in Exhibit "A". Additional contributions will be made a required for investment purposes, as determined by unanimous consent of the members.

ARTICLE IV

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE V

DURATION

This limited liability company shall have a perpetual existence.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located in the City of Tampa, County of Hillsborough, State of Florida, and the post office address of said principal office of the corporation shall be 501 West Horatio, Tampa, Florida 33606.

ARTICLE VII

MEMBERS

Management of this limited liability company is reserved to its members:

Kenneth Van Ness 501 West Horatio, Tampa, FL 33606

MidValley Mortgage 701 N. Hercules Ave., #C, Clearwater, FL 34625

ARTICLE VIII

INITIAL REGISTERED OFFICE

The street address of the initial registered offices is 501 West Horatio, Tampa, Florida 33606 , and the name of the initial registered agent of that office is Kenneth Van Ness.

ARTICLE IX

ADMISSION OF NEW MEMBERS

Members shall have the right to admit new members by unanimous consent.

Contributions required of new members shall be determined as of the time of admissions to the limited liability company,

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of members.

Upon death, retirement, resignation, expulsion, bankruptcy, or dissolution of a members, or the occurrence of any other event that terminates the continued membership of a member in

the Company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

ARTICLE X MANAGEMENT

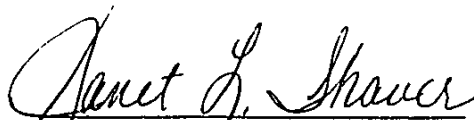
The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulations and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Kenneth Van Ness.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Tampa, Hillsborough County, Florida on this 24 day of JANUARY, 1997.


Name of Organizer

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Tampa, Hillsborough County, Florida on this 24 day of January, 1997.


Notary Public - State of Florida
Personally Known
Produced Identification Fla. Shaver's license
Type of Identification _____
My Commissions Expires _____



AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of MEDALLION
MORTGAGE AND FINANCIAL SERVICES, L. C. deposes and says:

1. The above named limited liability company has a least two (2) members.
2. The total amount of cash contributed by the members is: \$25,000.00
3. If any, the agreed value of property other than cash contributed
by members is: \$10,000.00
(A description of the property is attached and
made a part hereto)
4. The amount of cash or property anticipated to be contributed
by members is: \$10,000.00
5. The total amount of 2, 3, and 4 is: \$45,000.00

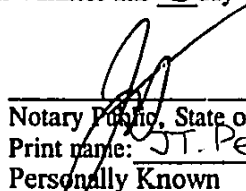

KENNETH VANNESS

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take
acknowledgments, personally appeared Kenneth Vanness this 13 day of February, 1997.



JOSEPH T. PELT, JR.
COMMISSION # CC 501222
EXPIRES OCT 11, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.


Notary Public, State of Florida
Print name: JT. Pelt
☒ Personally Known
☐ Produced Identification
Type of Identification _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 FEB -4 AM 8:44

FILED

ATTACHMENT

1. **Computers**
2. **Furniture**

FILED

97 FEB -4 AM 8:44

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

EXHIBIT A

MEDALLION MORTGAGE AND FINANCIAL SERVICES, L. C.

\$25,000.00


FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organizations of **MEDALLION MORTGAGE AND FINANCIAL SERVICES, L. C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to company with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accept the obligations of the position of registered agent.


KENNETH VANNESS
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA