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CORPORATIONS  
TALLAHASSEE, FLORIDA

J. BRYAN NOV 3 2003



## Service First Mortgage, L.C.

October 27, 2003

**Delivered via Airborne**

Florida Department of State  
Division of Corporations  
Amendment Section  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Amended and Restated Operating Agreement  
Fourth Amended and Restated Articles of Organization  
Document No.: L99000002038


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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Dear Sir/Madame:

Please accept the enclosed Amended and Restated Operating Agreement and the Fourth Amended and Restated Articles of Organization for SERVICE FIRST MORTGAGE, L.C., a Florida limited liability company, as filed with the Florida Department of State on April 5, 1999. Also, enclosed is Check No. 4606 in the amount of \$50.00 representing the State's filing fee. Please forward a copy of the filed Operating Agreement and Articles to my attention via facsimile at (954) 752-1611 and by U.S. Mail.

If you need to speak with me regarding the above, you can reach me at the number referenced below.

Sincerely,

  
Craig Stein, Esq.  
General Counsel

Enclosures

**FOURTH AMENDED AND RESTATED ARTICLES OF ORGANIZATION**

**FOR**

**SERVICE FIRST MORTGAGE, L.C.**

**ARTICLE I - INTRODUCTORY PARAGRAPH**

This Limited Liability Company's present name is Service First Mortgage, L.C. (the "Company"). The date of filing its original Articles of Organization with the Florida Department of State was April 5, 1999. These Fourth Amended and Restated Articles of Organization were duly executed and are being filed in accordance with Section 608.411, Florida Statutes (2002), and they will be effective upon being filed with the Florida Department of State.

**ARTICLE II - NAME**

The name of the Company is Service First Mortgage, L.C.

**ARTICLE III - ADDRESS**

The mailing address and street address of the principal office of the Company is 11555 Heron Bay Blvd., Suite 301, Coral Springs, FL 33076.

**ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered office of the Company is 11555 Heron Bay Blvd., Suite 301, Coral Springs, FL 33076, and the name of the registered agent of the Company at that office is Craig Stein, Esq.

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TALLAHASSEE, FLORIDA

#### **ARTICLE V MEMBERSHIP INTERESTS**

The Company is authorized to issue one or more classes of Membership Interests and one or more series within each class as determined by the Members and as provided in the Company's Operating Agreement. As of the date of these Articles, the Company will have a voting class of Membership Interest, the holders of which are entitled to all of the rights and privileges provided under the Florida Limited Liability Act. The aggregate number of voting class Membership Interests which the Company is authorized to issue is five million (5,000,000).

The Company will also have a non-voting class of Membership Interest, the holders of which are entitled to all of the rights and privileges provided under the Florida Limited Liability Act, except the right to vote on any matter relating to the Company. The aggregate number of non-voting class Membership Interests which the company is authorized to issue is one million (1,000,000).

#### **ARTICLE VI - AMENDMENT TO ARTICLES OF ORGANIZATION**

These Fourth Amended and Restated Articles of Organization may be altered, amended, or repealed only upon a vote of the members of the Company holding a majority of the issued and outstanding voting class Membership Interests of the Company. Each member is entitled to one vote for each issued and outstanding voting class Membership Interest they own.

#### **ARTICLE VII - OPERATING AGREEMENT**

This Company will adopt a written Operating Agreement, pursuant to Sections 608.402(24) and 608.423, Florida Statutes (2002), to regulate the affairs of the company and the conduct of its business, establish duties in addition to those set forth in the Florida Limited

Liability Company Act, and to govern relations among the members and the Company. The authority to adopt, alter, amend, or repeal the Operating Agreement of the Company will be vested in the members of the Company.

The undersigned has executed these Fourth Amended and Restated Articles of Organization this 21<sup>st</sup> day of October, 2003.

  
\_\_\_\_\_  
JOHN S. MONROE, Member

In accordance with Section 608.408(3), Florida Statutes (2002), the execution of this Fourth Amended and Restated Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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