

L990000007519

DOAK S. CAMPBELL, III

ATTORNEY AT LAW

70 S. E. FOURTH AVENUE

DELRAY BEACH, FLORIDA 33483

TELEPHONE
(561) 278-1890

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(561) 276-5803

October 27, 1999

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

200003028942--3
-10/29/99--01043--011
****175.00 ****155.00

Re: Mortgage Investors Corp. LLC

W99-25096

Gentlemen:

Enclose please find Articles of Organization, original and one copy, together with a check in the amount of \$175.00. (\$125.00 for filing and \$50.00 for certified copy)

Thank you for your attention to this matter.

Sincerely yours,

Doak S. Campbell III

Doak S. Campbell, III

FILED
99 NOV -8 AM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtm
11/8



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 1, 1999

DOAK S. CAMPBELL, III
70 S.E. 4TH AVE
DELRAY BEACH, FL 33483

SUBJECT: MORTGAGE INVESTORS LLC
Ref. Number: W99000025096

We have received your document for MORTGAGE INVESTORS LLC and your check(s) totaling \$175.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

The name of the entity cannot include "Corp.." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

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 (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 599A00052240

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99 NOV -8 AM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR
MORTGAGE INVESTORS LLC**

ARTICLE I- Name:

The name of the Limited Liability Company is: **MORTGAGE INVESTORS LLC**

ARTICLE II-Address:

The mailing address and street address of the principal office of the Limited Liability Company is: **70 SOUTHEAST FOURTH AVENUE DELRAY BEACH, FL 33483**

ARTICLE III-Duration

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

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 as manager is: **ANTHONY C. SOVIERO, 70 SOUTHEAST FOURTH AVENUE DELRAY BEACH, FL 33483**

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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:

Additional members may be added upon approval of a majority of the members of Mortgage Investors LLC with the payment of the value of the interest acquired, as set by the manager.

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 in the Limited Liability Company shall be:

Granted to the remaining members upon payment of the value of the terminates member's interest as defined by the manager.

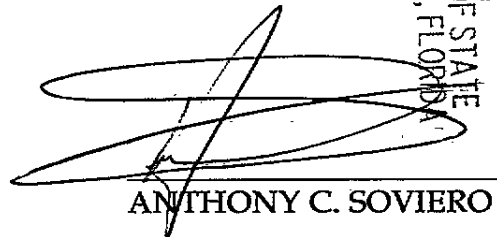
ARTICLES VII- AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto, and any right conferred upon the shareholder (s) is subject to this reservation.

ARTICLE VIII- BYLAWS

The bylaws may be adopted, altered, amended or repealed by either the members or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by members if the members specifically provide such bylaws are not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Organization this 4th day of November, 1999.


ANTHONY C. SOVIERO

Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorize to take acknowledgments in the State and County set forth above, personally appeared ANTHONY C. SOVIERO, who is personally known to me, and he acknowledged before me that he executed those Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, in the State and County aforesaid, this 4th day of November, 1999.


Notary Public
My commission expires:



Elizabeth Barta
MY COMMISSION # CC507739 EXPIRES
January 16, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

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99 NOV -8 AM 11:04
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TALLAHASSEE, FLORIDA

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.

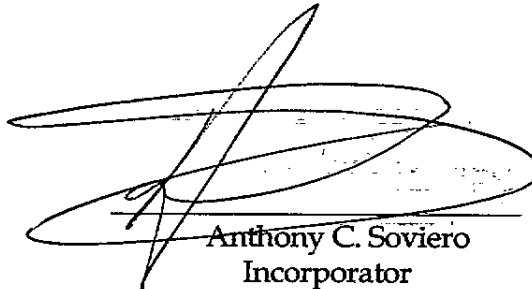
1. The name of the limited liability company is:

MORTGAGE INVESTORS LLC

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

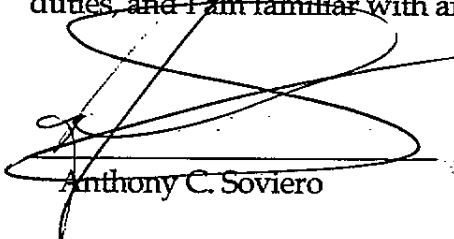
ANTHONY C. SOVIERO
70 SOUTHEAST FOURTH AVENUE DELRAY BEACH, FL 33483

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Anthony C. Soviero
Incorporator

Date: 11/4/99

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.


Anthony C. Soviero

11/4/99
Date