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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1515

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: Terri.Denoncourt@ocwen.com

FLORIDA PROFIT/NON PROFIT CORPORATION
BLUE VALLEY COMMUNITY INVESTMENTS I, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
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JUN 29 2010

D.A. WHITE

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2010 JUN 28 PM 12:04

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10 JUN 28 PM 4:25

FILED**ARTICLES OF INCORPORATION**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

2010 JUN 28 P 12:04

ARTICLE I NAME

The name of the corporation shall be:

Blue Valley Community Investments I, Inc

SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLE II PRINCIPAL OFFICE**The principal street address and mailing address, if different is:1661 Worthington Road, Suite 100
West Palm Beach, FL 33409**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

The sole purpose of the Company is to acquire, own, hold, maintain, operate, and cause to be marketed and sold, Designated REO (real estate owned) together with such other activities as may be necessary or advisable in connection with the ownership of the Designated REO. The Company shall not engage in any business, and it shall have no purpose, unrelated to the Designated REO and shall not acquire any real property or own assets other than those related to the Designated REO and/or otherwise in furtherance of the limited purposes of the Company.

ARTICLE IV SHARES

The number of shares of stock is:

Authorized: 1000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

See attached

ARTICLE VI REGISTERED AGENTThe name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Corporation Service Company, 1201 Hays Street, Tallahassee, FL 32301

ARTICLE VII INCORPORATORThe name and address of the Incorporator is:Teresa Denoncourt
1661 Worthington Road, Suite 100
West Palm Beach, FL 33409

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity:

By: Troy Todd
Corporation Service CompanyTroy Todd
as its agentBy: Teresa Denoncourt

Signature/Registered Agent

Date

6-28-10

Signature/Incorporator

Date

FILED

BLUE VALLEY COMMUNITY INVESTMENTS I, INC.

2010 JUN 28 P 12:04

DIRECTORS:

William C. Erbey	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409
Ronald M. Faris	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409
William H. Stolberg	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409

SECRETARY OF STATE
TALLAHASSEE, FLORIDAOFFICERS:

Chairman & CEO	William C. Erbey	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409
President	Ronald M. Faris	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409
Exec VP & CFO	David J. Gunter	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409
Exec VP, Secretary & General Counsel	Paul A. Koches	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409
Senior VP & Treasurer	Richard Delgado	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409
Vice President	William H. Stolberg	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409
Vice President	David Ho	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409
Assistant Secretary	Teresa L. Denoncourt	1661 Worthington Road, Suite 100, West Palm Beach, FL 33409