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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

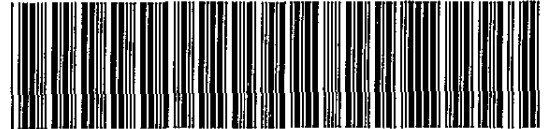
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The premier buyer
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TBF Financial, LLC
120 South LaSalle Street
Suite 1520
Chicago, IL 60603
Phone: (312) 338-0600
Fax: (312) 338-1910
www.tbfgroup.com

November 4, 2003

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Registering as Limited Liability Company in Florida

Dear Sir or Madam:

Enclosed is the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent and original Certificate of Existence. Also enclosed is a check made payable to the Florida Department of State in the amount of \$125. Please register TBF Financial, LLC as a foreign limited liability company in the state of Florida.

If you have any questions, feel free to contact me.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'Brett L. Boehm', with a long horizontal flourish extending to the right.

Brett L. Boehm,
Extension 107

BLB:llm

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. TBF Financial, LLC
(Name of foreign limited liability company)
2. Illinois
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 36-4265807
(FEI number, if applicable)
4. February 9, 1999
(Date of Organization)
5. _____
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January 1, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. Corporate 500 Centre, 520 Lake Cook Rd., Ste 510
Deerfield, Illinois 60015
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Adrian Boelun, Corporate 500 Centre, 520 Lake Cook Rd., Ste 510, Deerfield, IL 60015
Brett Boelun, Corporate 500 Centre, 520 Lake Cook Rd., Ste 510, Deerfield, IL 60015
Robert Boelun, Corporate 500 Centre, 520 Lake Cook Rd., Ste 510, Deerfield, IL 60015

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Equipment Lease Business

Brett Boelun
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Brett Boelun

Typed or printed name of signee

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SECRETARY OF STATE
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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

TBF Financial, LLC

2. The name and the Florida street address of the registered agent and office are:

Eric B. Zweibel
(Name)

1876 North University Drive, Ste 201
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation FL 33322
(City/State/Zip)

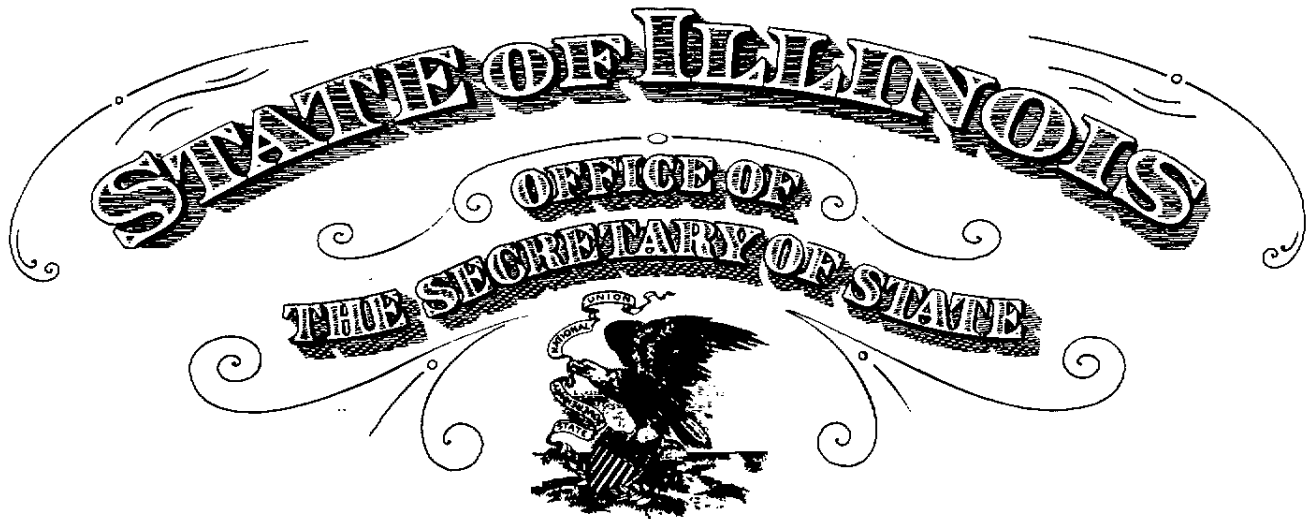
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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 as provided for in Chapter 608, F.S.


(Signature)

| | |
|-----------|----------------------------------|
| \$ 100.00 | Filing Fee for Application |
| \$ 25.00 | Designation of Registered Agent |
| \$ 30.00 | Certified Copy (optional) |
| \$ 5.00 | Certificate of Status (optional) |

File Number

0025848-2



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

**TBF FINANCIAL, LLC,
HAVING ORGANIZED IN THE STATE OF ILLINOIS ON FEBRUARY 09, 1999,
APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED
LIABILITY COMPANY ACT OF THIS STATE RELATING TO THE FILING
OF THE ARTICLES AND PAYMENT, AND IS ORGANIZED TO TRANSACT
BUSINESS IN THE STATE OF ILLINOIS.**



*In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this*
day of **OCTOBER** **30TH** **A.D. 2003**

Jesse White

SECRETARY OF STATE