



M95000000377

Susan A. Huffman
Legal Assistant

May 29, 2001

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-05/08/01--01067--011
*****25.00 *****25.00

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

Re: Arbor Commercial Mortgage, LLC
Document # M95000000377

Dear Sir or Madam:

Arbor National Commercial Mortgage, LLC ("Arbor"), a limited liability company organized in New York State is authorized to transact business within the State of Florida pursuant to an Application filed on December 22, 1995.

Arbor has officially changed its name to Arbor Commercial Mortgage, LLC. Enclosed are an executed Application by a Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida, a certified copy of the amendment filed with the Secretary of State of New York and our check in the amount of \$25.00, the required filing fee.

Please file this certificate and forward evidence of said filing to my attention at the address below. If you have any questions, please call me at (704) 921-8600.

Very truly yours,

Susan A. Huffman

/sah
Encls.

FILED
2001 JUN -8 PM 1:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Arbor Commercial Mortgage, LLC
7023 Bickham Lane, Charlotte, NC 28269
(704) 921-8600 Fax: (704) 921-8601

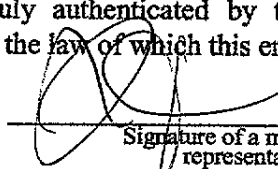
**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: ARBOR NATIONAL COMMERCIAL MORTGAGE, LLC
2. Jurisdiction of its organization: New York State
3. Date authorized to do business in Florida: December 22, 1995

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? April 3, 2001
5. New name of the limited liability company: ARBOR COMMERCIAL MORTGAGE, LLC
6. If the amendment changes the period of duration, indicate new period of duration:
N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: N/A
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of a member or the authorized representative of a member

Ivan Kaufman

Typed or printed name of signee

Filing Fee: \$25.00

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APR-02-2001 14:46

JAN 26 2001

5:03 PM

CT CORPORATION

ARBOR NATIONAL

NO. 885

P. 8/15

P. 22

CT-07

CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF ORGANIZATION
OF

010403000

424

ARBOR NATIONAL COMMERCIAL MORTGAGE, LLC

Under Section 211 of the Limited Liability Company Law

The undersigned, desiring to amend the Articles of Organization of ARBOR NATIONAL COMMERCIAL MORTGAGE, LLC, a Limited Liability Company under and pursuant to the laws of the State of New York, does hereby certify:

FIRST: The name of the Limited Liability Company is ARBOR NATIONAL COMMERCIAL MORTGAGE, LLC (the "Company"). The name under which the Company was formed is ARBOR NATIONAL COMMERCIAL, LLC.

SECOND: The date of filing of the Articles of Organization of the Company is January 26, 1995.

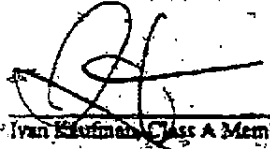
THIRD: The Articles of Organization are amended to effect the following amendment authorized by the Limited Liability Law:

The name of the Company is hereby amended. Article "FIRST" of the Articles of Organization relating to such amendment shall be amended in its entirety to read as follows:

"FIRST: The name of the Limited Liability Company is: ARBOR COMMERCIAL MORTGAGE, LLC (the "Company")."

Attached hereto is the approval of the superintendent of banks to use the word "Mortgage" in the name of the Company as required by §204 (f) of the Limited Liability Company Law.

IN WITNESS WHEREOF, the undersigned has hereunto signed his name and affirms that the statements made herein are true under the penalties of perjury, this 23 day of January, 2001.


Ivan Kaufman, Class A Member

State of New York,
Banking Department

I, Richard L. Ebli, Deputy Superintendent of Banks of the State of New York, hereby approve, pursuant to New York Limited Liability Company Law Section 204 (f), the use of the word or a derivative of the word "mortgage" in the entity's title of:

Arbor Commercial Mortgage, LLC

Witness, my hand and official seal of the Banking Department at the City of New York, this 6th day of February in the Year
Two thousand and one,

R. L. Ebli
Deputy Superintendent of Banks

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on **APR 27 2001**



A handwritten signature in dark ink, appearing to read "J. Leuch", followed by a long horizontal line.

Special Deputy Secretary of State

APR-02-2001 14:46

CT CORPORATION

F-010403000 424

CT-07

CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF ORGANIZATION

OF

ARBOR NATIONAL COMMERCIAL MORTGAGE, LLC
Under Section 211 of the Limited Liability Company Law

APR 3 11 50 AM '01

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED APR 03 2001

TAX \$

BY:

SPW

APR 7 11 17 AM '01

Arbor National Commercial Mortgage, LLC
333 Earle Ovington Boulevard
Uniondale, New York 11553

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TOTAL P. 24