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FLORIDA/FOREIGN LIMITED LIABILITA

ALARM FUNDING GP, LLC

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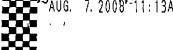
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August 7, 2008

FLORIDA DEPARTMENT OF STATE

Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: ALARM FUNDING GP, LLC

REF: W08000037182

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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 calī (850) 245-6984.

Deborah Bruce Regulatory Specialist II FAX Aud. #: H08000188834 Letter Number: 808A00044889

H080001888343

H080001888343

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

IN COMPLIANCE WITH SECTION 608508, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: 1 Alarm Funding GP, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C." or "LLC.") (If name unavailable, enter afternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.") 3. 26-3079931 2. Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4. July 28, 2008 perpetual (Duration: Year limited liability company will cease to exist or "perpetual") (Date of Organization) 6. August 5, 2008 (Date first transacted business in Fiorida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability) 7. 800 Connecticut Avenue, Suite E-403 Norwalk, CT 06854 (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: Westin Lovy 800 Connecticut Avenue, Suite E-403 Norwalk, CT 06854 10. Attached is an original certificate of existence, no mode than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (Alphotocopy 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: Asset management G: Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), P.S., the execution of this document constitutes an affingation under the penalties of perjury that the facts stated herein are true.) Westin Lovy

Typed or printed name of signee

H080001888343

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 Co	mpany is:
Alarm Funding GP, LLC	
If name unavailable, the alternate name t	o be used in the state of Florida is:
2. The name and the Florida street addre	ss of the registered agent and office are:
Corporation Service	Company.
	(Name)
1201 Hays Street	
Florida Street A	Address (P.O. Box NOT ACCEPTABLE)
Tallahassee	FL 32301
	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, Florida Statutes. Corporation Service Company BY: (Signature) (Signature)	
\$ 100.0 \$ 25.0	• • • • • • • • • • • • • • • • • • • •
\$ 30.0	0 Certified Copy (optional)
\$ 5.0	0 Certificate of Status (optional)

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PAGE 1

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALARM FUNDING GP, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF AUGUST, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ALARM FUNDING GP, LLC" WAS FORMED ON THE TWENTY-EIGHTH DAY OF JULY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4580707 8300 080848707

Warriet Smith Windson Secretary of State

AUTHENTICATION: 6774403

DATE: 08-05-08

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