# L12000091341

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**EXAMINER** 

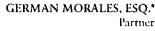
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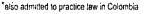


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OFFICES OF German Munder par

December 6, 2012

Messrs,
Registration Section - Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Amended and Restated Articles of Organization for ACF Factoring III, LLC; Document Number:

L12000091341

Dear Sir or Madam;

The enclosed Amended and Restated Articles of Organization and fee(s) are submitted for filing. Please return all correspondence concerning this matter to the following:

German Morales, Esq. Law Office of German Morales, P.A. 2813 Executive Park Drive Weston, Florida 33326

Please find enclosed a check for the amount of \$25.00 drawn to the Florida Department of State in order to cover the filing fee.

Sincerely,

German Morales Esq

For the firm

#### AMENDED AND RESTATED ARTICLES OF ORGANIZATION

OF

## ACF FACTORING III, LLC

The Undersigned Member and sole Manager of ACF Factoring III, LLC, a Florida Limited Liability Company, incorporated under the laws of the State of Florida, on July 13, 2012, through Document Number L12000091341, have heretofore Amended and Restated the Company's Articles of Organization as follows:

## **ARTICLE I - NAME**

The name of the Limited Liability Company is ACF FACTORING III, LLC, (hereinafter, "Company").

# **ARTICLE II**

The street address of the principal office of the Limited Liability Company is:

2200 North Commerce Parkway Suite 110 Weston, FL. US 33326

The mailing address of the Limited Liability Company is:

2200 North Commerce Parkway Suite 110 Weston, FL US 33326

#### **ARTICLE III**

The purpose for which the Limited Liability Company is organized is:

To engage in financing of Accounts Receivable which are properly insured through a reputable credit insurance company from arm's length companies which receivables shall not be more than 90 days old (hereinafter the "Corporate Purpose"). The Corporation shall also be authorized to transact any other ancillary business as may be reasonably necessary to carry out such Corporate Purpose, including but not limited to workouts, restructuration of factoring transactions, turnarounds, etc.

<u>Transitory Purpose</u>: The Corporation shall be entitled to carry on any and all lawful business as the Corporation seems reasonably necessary, from the effective date hereof and during a term not to exceed twenty-four (24) months, in order to convert all of its asset backed portfolio into a traditional factoring portfolio. At the expiration of such term, and without further notice, any act or omission from the Corporation which falls outside the Corporate Purpose shall be null and void.

# **ARTICLE IV**

The name and Florida Street address of the registered agent is:

AMERICAN CAPITAL ASSETS MANAGEMENT CORP. 2200 N. COMMERCE PARKWAY SUITE 110 2012 DEC 10 PH 202

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WESTON, FL 3326

## **ARTICLE V**

The Limited Liability Company will be a Member-Managed Company. The name and address of the sole Managing Member is:

Title: MGRM
AMERICAN CAPITAL FINANCIAL TRADING, CORP.
2200 NORTH COMMERCE PARKWAY, SUITE 110
WESTON, FL 33326

The powers of the Manger-Member will be limited pursuant to the restrictions and limitations set forth within the Manager-Member's Articles of Incorporation and Bylaws.

## **ARTICLE VI**

The effective date for this Limited Liability Company shall be:

07/13/2012

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Amended and Restated Articles of Organization for ACF Factoring III, LLC under the laws of the State of Florida, this \_\_\_\_\_\_\_, 2012.

By:

American capital Financial Trading Corp

Juan Carlos Zurita

President

# ACCEPTANCE BY REGISTERED AGENT

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.

AMERICAN CAPITAL ASSETS MANAGEMENT, CORP.

Juan Carlos Zvrita

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