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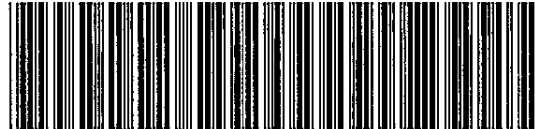
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DATE: 03-31-04

NAME: NG HOLDING, LLC

TYPE OF FILING: ARTICLES OF ORGANIZATION

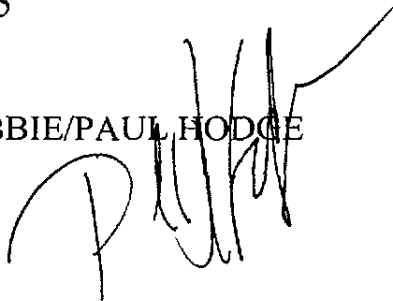
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AUTHORIZATION: ABBIE/PAUL HODGE



**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
NG FUNDING, LTD.**

**FILED**  
04 MAR 31 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the general partners of NG FUNDING, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be NG FUNDING, LTD. (the "Partnership"),
2. The address of the initial office where records shall be kept shall be 875 ~~Maitland~~ Concourse Parkway S., Suite 150, Maitland, Florida 32751. The name and address of the initial registered agent for service of process shall be Thomas R. Burns, Esq., Corporate Counsel at NORAM Equities, Ltd. 875 Concourse Parkway South, Suite 150, Maitland, Florida 32751
3. The names and initial business addresses of the General Partner is:  
  
**NORAM FUNDING, LLC**, a Florida limited liability company  
875 Concourse Parkway South, Suite 150  
Maitland, Florida 32751  
204000015727
4. The initial mailing address of the limited partnership is 875 Maitland Concourse Parkway S., Suite 150, Maitland, Florida 32751.
5. The latest date upon which the Partnership is to dissolve shall be December 31, 2053.

This Certificate has been executed by the undersigned as of the \_\_\_\_ day of March, 2004.

**GENERAL PARTNER:**

**NORAM FUNDING, LLC**, a Florida limited liability company

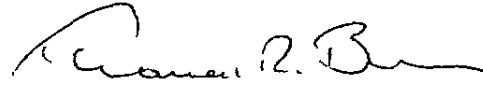
By: \_\_\_\_\_

Alan H. Ginsburg, Manager

**ACKNOWLEDGMENT OF REGISTERED AGENT**

Having been designated as the Registered Agent for NG FUNDING, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in Section 620.192, Florida Statutes.

REGISTERED AGENT:



Print Name: Thomas R. Burns

Dated this 29<sup>th</sup> day of March, 2004

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the general partner of NG FUNDING, LTD. and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of NG FUNDING, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$100.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

### GENERAL PARTNER:

NORAM FUNDING, LLC, a Florida limited liability company

By: \_\_\_\_\_

Alan H. Ginsburg, Manager

Dated this \_\_\_\_ day of March, 2004

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 29 day of March, 2004 by Alan H. Ginsburg, as the Manager of NORAM FUNDING, LLC, a Florida limited liability company, as the general partner of NG FUNDING, LLC, a Florida limited liability company. He is personally known to me or has produced \_\_\_\_\_ as identification and who did/did not take an oath.



Carol Hensal  
(Signature of Notary Public)

\_\_\_\_\_  
(Typed name of Notary Public)

Notary Public, State of Florida

Commission No. \_\_\_\_\_

My commission expires: \_\_\_\_\_