

**A960000000458**

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DIVISION OF CORPORATIONS  
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Requester's Name  
Address  
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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-03/12/96--01104--010  
\*\*\*1855.00 \*\*\*1855.00

1. CFI Funding V, Ltd  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☒ Walk in

☐ Pick up time \_\_\_\_\_

☒ Certified Copy

☐ Mail out

☐ Will wait

☒ Photocopy

☒ Certificate of Status \*

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

\* need two  
(2) COS

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

TRA 17.50  
FILING 1750.00  
R. AGENT FEE 35.00  
C. COPY 52.50  
TOTAL 1855.00  
N. BANK  
S. LANCE DUE  
T. FUND

DIVISION OF CORPORATIONS  
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3/14/96

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
CFI FUNDING V, LTD.

The undersigned sole general partner, CFI General Funding V, Inc., hereby forms a limited partnership pursuant to and in accordance with the Florida Revised Uniform Limited Partnership Act (Florida Statutes Section 620.101, et. seq.) as follows:

1. Name. The name of the limited partnership (the "Partnership") is CFI Funding V, Ltd.

2. Office Address. The address of the office of the Partnership in the State of Florida is:

c/o Michael Marder  
Greenspoon, Marder, Hirschfeld  
& Rafkin, P.A.  
South Trust Bank Building  
Suite 1100  
135 West Central Boulevard  
Orlando, Florida 32801

3. Registered Agent. The name and address of the registered agent of the Partnership for service of process on the Partnership in the State of Florida is:

CFI General Funding V, Inc.  
c/o Michael Marder, Greenspoon,  
Marder, Hirschfeld & Rafkin, P.A.  
South Trust Bank Building  
Suite 1100  
135 West Central Boulevard  
Orlando, Florida 32801

4. General Partner. The name and business address of the General Partner is:

CFI General Funding V, Inc.  
c/o Michael Marder  
Greenspoon, Marder, Hirschfeld &  
Rafkin, P.A.  
South Trust Bank Building  
Suite 1100  
135 West Central Boulevard  
Orlando, Florida 32801

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5. Mailing Address. The mailing address of the Partnership is:

c/o Michael Marder  
Greenspoon, Marder, Hirschfeld &  
Raffkin, P.A.  
South Trust Bank Building  
Suite 1100  
135 West Central Boulevard  
Orlando, Florida 32801

6. Dissolution. The latest date upon which the Partnership will dissolve is December 31, 2050.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership as of the 7<sup>th</sup> day of March, 1996.

By: CFI General Funding V,  
Inc., General Partner

By: [Signature]  
David A. Siegel, President

STATE OF FLORIDA     )  
                              )     ss:  
COUNTY OF OSCEOLA    )

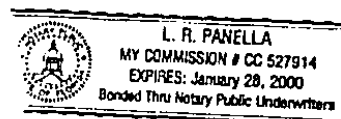
The foregoing instrument was acknowledged before me this 7 day of March, 1996, by David A. Siegel, President of CFI General Funding V, Inc., the sole general partner of CFI Funding V, Ltd., who is personally known to me ~~or who has produced~~ as identification and who did take an oath.

NOTARY PUBLIC, State of Florida  
(Seal)

Sign: [Signature]

Print Name: LISA R. Panella

Commission expires:



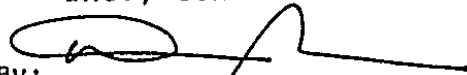
**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 620.192, the following is submitted:

CFI Funding V, Ltd., desiring to organize as a Limited Partnership under the laws of the State of Florida, has designated c/o Michael Marder, Greenspoon, Marder, Hirschfeld & Rafkin, P.A., South Trust Bank Building, Suite 1100, 135 West Central Boulevard, Orlando, Florida 32801 as its initial Registered Office, and has named CFI General Funding V, Inc., located at the same address, as its Registered Agent.

CFI FUNDING V, LTD.


By: CFI General Funding V,  
Inc., General Partner



By: \_\_\_\_\_  
David A. Siegel, President

Having been named Registered Agent for the above stated Limited Partnership, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties.

CFI GENERAL FUNDING V, INC.



By: \_\_\_\_\_  
David A. Siegel, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

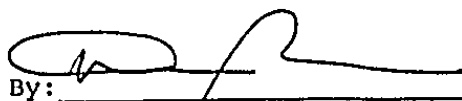
The undersigned, being the solo general partner of CFI Funding V, Ltd., a Florida limited partnership, upon penalty of perjury, certifies as follows:

1. The amount of capital contributions of the limited partners is \$10.

2. The capital contributions of the limited partner is anticipated to be a book of timeshare receivables having an outstanding principal balance of approximately \$60,000,000.

Dated this 7<sup>th</sup> day of March, 1996.

CFI GENERAL FUNDING V, INC.,  
as General Partner of CFI  
Funding V, Ltd.



By: David A. Siegel, President

STATE OF FLORIDA       )  
                                  ) ss.:  
COUNTY OF OSCEOLA    )

The foregoing instrument was acknowledged before me this 7 day of March, 1996, by David A. Siegel, President of CFI General Funding V, Inc., the sole general partner of CFI Funding V, Ltd., who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

NOTARY PUBLIC, State of Florida  
(Seal)

Sign: 

Print Name: LISA R. PANELLA

Commission expires:

