

FOI000002847

CORPORATION(S) NAME

CNL Fundings 2002-A, Inc.

FILED
01 MAY 29 PM 1:51
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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*****78.75 *****78.75

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
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Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/29/01 **BK**

Order#: 4455829

Ref#: _____

Amount: \$ _____

File First

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2001 MAY 29 AM 11:12

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

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1. CNL Funding 2002-A, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 59-3696911

(FEI number, if applicable)

4. November 17, 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 450 S. Orange Avenue, Orlando, FL 32801-3336

(Principal office address)

P.O. Box 4920, Orlando, FL 32802-4920

(Current mailing address)

8. General Partner of CNL Funding 2002-A, Limited Partnership

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida

33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

PETER F. SOUZA
ASSISTANT SECRETARY

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Please see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Please see attached list

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. SD Shackelford
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Steven D. Shackelford, CFO/EVP/Secretary
(Typed or printed name and capacity of person signing application)

05/09/2001

LIST OF OFFICERS & DIRECTORS

CNL FUNDING 2002-A, INC.

<u>Directors</u>	<u>Title</u>	<u>Address</u>
Bernard J. Angelo	Independent Director	400 West Main Street, Suite 338, Babylon, NY 11702
Raymon Byron Carlock, Jr.	Director	450 S. Orange Ave., Orlando, FL 32801-3336
Curtis B. McWilliams	Director	450 S. Orange Ave., Orlando, FL 32801-3336
Tony Wong	Independent Director	114 West 47th Street, Suite 1715, New York, NY 10036

<u>Officers</u>	<u>Title</u>	<u>Address</u>
Raymon Byron Carlock, Jr.	President	450 S. Orange Ave., Orlando, FL 32801-3336
John L. Farren	Vice President	450 S. Orange Ave., Orlando, FL 32801-3336
Lisa S. Foster	Vice President	103 Foulk Road, Suite 200, Wilmington, DE 19803
Suzanne M. Hay	Vice President	103 Foulk Road, Suite 200, Wilmington, DE 19803
Robert E. Lawless	Vice President/Treasurer	450 S. Orange Ave., Orlando, FL 32801-3336
Curtis B. McWilliams	Chief Executive Officer	450 S. Orange Ave., Orlando, FL 32801-3336
Rosemary Q. Mills	Senior Vice President of Finance and Administration	450 S. Orange Ave., Orlando, FL 32801-3336
Timothy J. Neville	Sr. VP/Chief Credit Officer	450 S. Orange Ave., Orlando, FL 32801-3336
Andrew T. Panaccione	Vice President	103 Foulk Road, Suite 200, Wilmington, DE 19803
Steven D. Shackelford	CFO/EVP/Secretary	450 S. Orange Ave., Orlando, FL 32801-3336

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL FUNDING 2002-A, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1153386

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DATE: 05-25-01