

F040000006241

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(Address)

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(City/State/Zip/Phone #)

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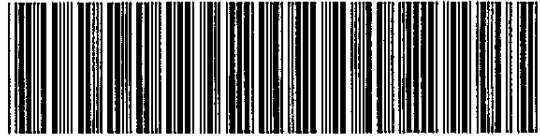
(Business Entity Name)

(Document Number)

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STATE DEPARTMENT OF REVENUE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 947880 4311473

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE : October 28, 2004

ORDER TIME : 10:12 AM

ORDER NO. : 947880-005

CUSTOMER NO: 4311473

CUSTOMER: Ms. Jackie Gerstenfeld  
Stearns Weaver Miller  
Suite 2200, Museum Tower  
150 West Flagler Street  
Miami, FL 33130

FOREIGN FILINGS

NAME: BLUEGREEN RECEIVABLES FINANCE  
CORPORATION IX

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Justin Cheshire -- EXT# 2909

EXAMINER: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

November 1, 2004

JUSTIN CHESHIRE  
CSC  
TALLAHASSEE, FL

SUBJECT: BLUEGREEN RECEIVABLES FINANCE CORPORATION IX  
Ref. Number: W04000039979

We have received your document for BLUEGREEN RECEIVABLES FINANCE CORPORATION IX and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The Registered Agent needs to please sign the ACCEPTANCE STATEMENT.

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 call (850) 245-6914.

Buck Kohr  
Document Specialist

Letter Number: 104A00062586

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TALLAHASSEE, FLORIDA

RESUBMIT  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
04 NOV - 1 PM 4:36  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**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.*

1. The name of the corporation is Bluegreen Receivables Finance Corporation.
2. The corporation was incorporated under the laws of the State of Delaware on September 13, 2004.
3. The corporation's federal identification number has been applied for.
4. The corporation shall have perpetual existence.
5. The corporation shall commence transacting business upon the filing and acceptance of this Application by the Florida Department of State.

6. The principal office and mailing address of the corporation is 4950

Communication Avenue, Suite 900, Boca Raton, Florida 33431

7. The corporation is formed for the purpose of transacting any and all lawful business.
8. The name and street address of the Florida registered agent are Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.
9. 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.
10. The names and business addresses of the officers and/or directors are as follows:

A. DIRECTORS:

Orlando Figueroa (Independent Director)  
48 Wall Street  
New York, New York 10005

Anthony M. Puleo  
4950 Communication Avenue, Suite 900  
Boca Raton, Florida 33431

Allan J. Herz  
4950 Communication Avenue, Suite 900  
Boca Raton, Florida 33431

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

FILED  
NOV - 1 AM 9:08  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

B. OFFICERS:

Terry Jones  
President and Secretary  
4950 Communication Avenue, Suite 900  
Boca Raton, Florida 33431

Allan J. Herz  
Vice President and Assistant Secretary  
4950 Communication Avenue, Suite 900  
Boca Raton, Florida 33431

Anthony M. Puleo  
Treasurer and Assistant Secretary  
4950 Communication Avenue, Suite 900  
Boca Raton, Florida 33431

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

BLUEGREEN RECEIVABLES FINANCE  
CORPORATION IX

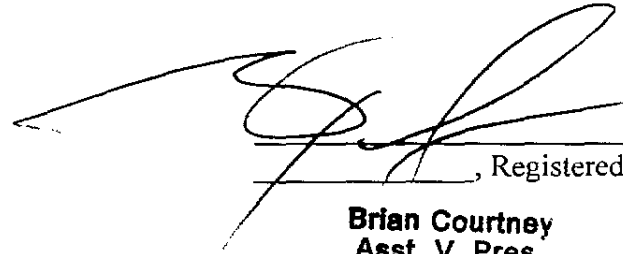
By: 

Name: Allan J. Herz

Title: Vice President + Assistant Secretary

REGISTERED AGENT'S ACCEPTANCE

Having been named as a 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.

  
\_\_\_\_\_, Registered Agent

**Brian Courtney**  
Asst. V. Pres

# Delaware

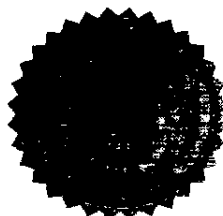
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLUEGREEN RECEIVABLES FINANCE CORPORATION IX" 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-NINTH DAY OF OCTOBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BLUEGREEN RECEIVABLES FINANCE CORPORATION IX" WAS INCORPORATED ON THE THIRTEENTH DAY OF SEPTEMBER, A.D. 2004.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3443352

3853863 8300

040781342

DATE: 10-29-04