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July 13, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

AC Florida Funding, a Florida LLC

Filing Evidence

- ☐ Plain/Confirmation Copy
☒ Certified Copy

Retrieval Request

- ☐ Photocopy
☐ Certified Copy

Type of Document

- ☐ Certificate of Status
☐ Certificate of Good Standing
☐ Articles Only
☐ All Charter Documents to Include Articles & Amendments
☐ Fictitious Name Certificate
☐ Other

01 JUL 16 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

600004475206--5
-07/13/01--01061--011
****465.00 ****155.00

NEW FILINGS	
	Profit
	Non Profit
X	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
NOT RECORDED
TO AVOID SUFFICIENCY OF FILING

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 16, 2001

UCC FILING & SEARCH SERVICES INC

SUBJECT: AC FLORIDA FUNDING L.L.C.
Ref. Number: W01000016225

We have received your document for AC FLORIDA FUNDING L.L.C. and your check(s) totaling \$465.00. However, the enclosed document has not been filed and is being returned for the following:

Please accept our apology for failing to mention this in our previous letter.

Please list the name of the limited liability company in Article I with a suffix such as LC, LLC or LIMITED LIABILITY COMPANY.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 001A00041602

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 13, 2001

UCC FILING & SEARCH SERVICES INC

SUBJECT: AC FLORIDA FUNDING L.L.C.
Ref. Number: W01000016225

We have received your document for AC FLORIDA FUNDING L.L.C. and your check(s) totaling \$465.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 245-6097.

Michael Mays
Document Specialist

Letter Number: 501A00041507

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Form 109 Articles of Organization for AC FLORIDA FUNDING a
Florida Limited Liability Company (FS § 608.407)

CAVEAT: If the Department of State has prescribed a mandatory form for a document, the document must be in or on the prescribed form [s. 608. 4081 (6)]

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of organization for such company:

1. Name. The name of this company shall be AC FLORIDA FUNDING, L.L.C.

2. Duration/Continuation. The period of this company's duration shall be perpetual unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of organization providing for the continued existence of the company subsequent to the foregoing events.

3. The mailing address is 4328 Alton Road; Miami Beach, Florida 33140. The street address is 4328 Alton Road; Miami Beach, Florida 33140.

4. Registered Agent and Office. The name and street address of the initial registered agent and office for this company is as follows: Glen Waldman, Esq. at Sacher, Zelman, Van Sant, Paul, Beiley, Hartman & Waldman, P.A. 1401 Brickell Avenue Suite 700; Miami, Florida 33131.

5. Admission of Additional Members; and Terms and Conditions of such Admissions: Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Bylaws of this Company.

6. Right to Continue Business.

The remaining members may continue the Business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of

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a member of the occurrence of any other event which terminates the continued membership of a member in the company.

7. Management of Company.

The business of the Company shall be managed by

The name and address of the manager who is to serve until the first annual meeting of Members or until their successors are elected and qualify is:

Andrew Chesnick

4328 Alton Road
Miami Beach, Florida 33140

8. Optional Provisions:

Amendment of Articles of Organization. Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

Regulations of Company. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the members unless vested in the Manager(s) of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).

Informal Action of Members. Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Manager(s) of the Company as part of its records.)

Contracting Debt. Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by the Manager(s) or if managed by the Members by any Member of this Company, unless otherwise provided here.

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Transferability of Members Interest. An interest of a member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

Withdrawal or Reduction of Members Contributions to Capital.

1. A Member shall not receive out of the Company property any part of his or its contribution to capital until:

(a) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,

(b) the consent of all Members is had, unless the return of the contributions to capital may be rightfully demanded,

(c) these articles of organization are canceled or so amended as to set out the withdrawal reduction.

A Member shall be entitled to the return of his or its contribution in the manner provided for in the regulations of the company.

IN WITNESS WHEREOF, the undersigned Incorporator(s) have hereunto set their hands and seals this 12th day of July, 2001.


Andrew Chesnick

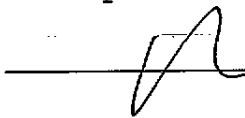
[Member or Authorized
Representative of a Member]

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions and statutes relating to the proper and complete performance of my duties as Registered Agent.

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duties, and I am familiar with and accept the obligations of my
position as Registered Agent


Signature

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