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M. HODGES

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Division of Corporations

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: BUSINESS FILINGS

Account Number : 105256001620 : (608)827~5300

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: (608)827-5501

JIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Vestor Auto Financing, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
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ARTICLES OF ORGANIZATION OF Vestor Auto Financing, LLC

ARTICLE I

NAME

The name of the limited liability company shall be: Vestor Auto Financing, LLC

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Limited Liability Company shall be: 104 Sarasota Quay, Sarasota, Florida 34236.

ARTICLE III INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Steven Medendorp, 104 Sarasota Quay, Sarasota, Florida 34236. Located in the County of Sarasota.

ARTICLE IV DURATION

The duration for the limited liability company shall be: 12/31/2045.

ARTICLE V MANAGERS/MEMBERS

The management of the limited liability company is reserved for the Members and the name and address of the member of the Limited Liability Company is:

Todd McNally, 104 Sarasota Quay, Sarasota, Florida 34236

Business Filings Incorporated, Organizer

Mark Schiff, AVP

Authorized Representative

Prepared by Mark Schiff, Business Filings Incorporated, 8025 Excelsior Dr. Suite 200,

Madison, WI 53717

(608) 827-5300

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the limited liability company is: Vestor Auto Financing, LLC

The name and address of the registered agent and office is Steven Medendorp, 104 Sarasota Quay, Sarasota, Florida 34236. Located in the County of Sarasota.

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

Signature:

Steven Medendorp

Date: July 11, 2005