

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000112916
FILED 8:00 AM
November 22, 2005
Sec. Of State
Irrivers

Article I

The name of the Limited Liability Company is:

S & D FUNDING LLC

Article II

The street address of the principal office of the Limited Liability Company is:

2235 BANCROFT CIRCLE SOUTH #B
PALM HARBOR, FL. US 34683

The mailing address of the Limited Liability Company is:

2235 BANCROFT CIRCLE SOUTH #B
PALM HARBOR, FL. US 34683

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

SUZANNE PLASSE
2235 BANCROFT CIRCLE SOUTH #B
PALM HARBOR, FL. 34683

Having been named as registered agent and to accept service of process for the above stated limited liability 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.

Registered Agent Signature: SUZANNE PLASSE

Article V

The name and address of managing members/managers are:

Title: MGRM
DENNIS PLASSE
2235 BANCROFT CIRCLE SOUTH #B
PALM HARBOR, FL. 34683 US

Title: MGRM
SUZANNE PLASSE
2235 BANCROFT CIRCLE SOUTH #B
PALM HARBOR, FL. 34683 US

Signature of member or an authorized representative of a member

Signature: CHRIS MERSHON, AUTHORIZED REPRESENTATIVE

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