

To: CORPORATIONS
Subject

From: To: Mary

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L060000 43775

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850)222-1173
Fax Number : (850)224-1640

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DIVISION OF CORPORATION

FLORIDA/FOREIGN LIMITED LIABILITY CO

TCDD II FUNDING LLC

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To: CORPORATIONS
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From: Ed Lary

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**ARTICLES OF ORGANIZATION
OF**

TCDD II FUNDING LLC

ARTICLE I - Name

The name of the Limited Liability Company is TCDD II FUNDING LLC (the "Company").

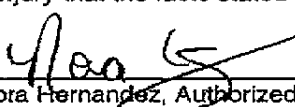
ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 848 Brickell Avenue, Suite 810, Miami, Florida 33131.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 515 E. Park Avenue, Tallahassee, FL 32301, and the name of its initial registered agent at such office is CorpDirect Agents, Inc.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. Dated this 26th day of April, 2006.


Nora Hernandez, Authorized Signor

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608. Dated this 26 day of April, 2006.


CORPDIRECT AGENTS, INC.
Registered Agent

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