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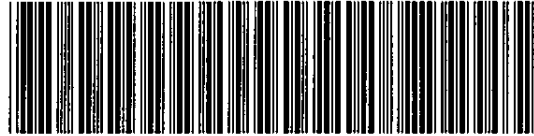
(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CareFree FINANCING LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Angela J. Ortolani
(Name of Person)

(Firm/Company)

1430 Mason Ave
(Address)

Daytona Be L FL 32117
(City/State and Zip Code)

For further information concerning this matter, please call:

Angela J. Ortolani at (386) 274-3601
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION

OF

CareFree Financing, Limited Liability Company

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The undersigned (the "Member") acting as the organizers of CareFree Financing, LLC under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

ARTICLE I - Name

That the name of the limited liability company is **CareFree Financing, Limited Liability Company.** (the "Company")

ARTICLE II - Address:

The mailing address of the principal office of the limited liability company is 1430 Mason Avenue, Daytona Beach, Florida 32117.

ARTICLE III - Duration:

That the period of duration of the Company Shall be perpetual, unless dissolved in accordance with the terms of the Operation Agreement of The Company.

ARTICLE IV - Purpose:

That the purpose for which this limited liability company is organized is primarily to provide financing for the purchase of motor vehicles, and other goods and services that are permitted by law, within and without the Florida as the laws of Florida and other states permit.

ARTICLE V - Principal Place of Business:

That the address of its principal place of business is 1620 Mason Avenue, Suite G, Daytona Beach, Volusia County, Florida , 32117.

ARTICLE VI - Registered Agent and Office.

That the name of its registered agent, whose Consent to Appointment as Registered Agent accompanies these articles, is Angela JOrtolani, and address of the agent at

the registered office is 1430 Mason Ave, Daytona Beach, Volusia County, Florida 32117 .

ARTICLES VII - Management:

The limited liability company is to be managed by managers, and the name and address of the managers who are to serve as initial managers until the first annual meeting of members or until a successor is elected and qualified:

<u>Name</u>	<u>Address</u>
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John A. Ortolani	1430 Mason Avenue Daytona Beach, Florida 32117
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Angela J. Ortolani	1430 Mason Avenue Daytona Beach, Florida 32117
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ARTICLES VIII - Admission of Additional Members.

The Company shall admit new Members only upon the majority written consent of all then existing voting Members of the Company.

ARTICLES IX - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Article of Organization , or Chapter 608, *Fla, Stat*.

Article X - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the majority written approval of all voting Members of the Company.

ARTICLE XI - Indemnification:

Each individual or entity who is or was a manage of the Company (and the Heirs, executor, personal representatives, administrators, successors of assigns of such individual or entity) who was or is made a party to, or as involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a manager of the Company ("Indemnatee"), shall be indemnified and held harmless by teh Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred inthis Article, the Indemnatee shall also be entitled to have paid directly by the

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Company the expenses reasonably incurred in defending any such proceeding against such h indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote or Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a manager or officer existing at the time of such repeal or amendment.

ARTICLE X - Manager Interests

The Company is authorized to issue both voting and nonvoting membership interests. All membership interests shall be identical in all respects except the nonvoting membership interests shall carry no right to vote on any matter except as the State of Florida requires that voting rights be granted nonvoting membership interests.

DATED this 30 day of October, 2007.

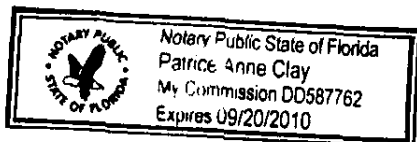
John A. Ortolani and Angela J Ortolani
John A. Ortolani and Angela J Ortolani

Angela J Ortolani

Notary's Acknowledgment

State of Florida)
County of Dade) ss

On this 30th day of October 2007, before me personally appeared John A. Ortolani and Angela J Ortolani, to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that John A. Ortolani and Angela J Ortolani executed the same as his free act and deed.



Patricia Anne Clay
Notary Public

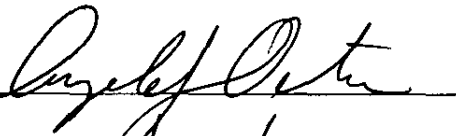
ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

PURSUANT TO THE PROVISION OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED REGISTERED AGENT SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is CareeFree Financing, LLC.
2. The name and address of the registered agents and its office is:
Angela J Ortolani
1430 Mason Avenue
Daytona Beach, Florida 32117

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, the undersigned hereby accepts the appointment as registered agent and agree 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.

Signed



Dated

