

Division of Corporations

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Florida Department of State
Division of Corporations
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L. SELLERS

AUG 11 2008

EXAMINER

FLORIDA/FOREIGN LIMITED LIABILITY CO.

FORT MADISON ACCEPTANCE, L.L.C.

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Help

ARTICLES OF ORGANIZATION
OF
FORT MADISON ACCEPTANCE, L.L.C.

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizer of a limited liability company, hereby adopts the following Articles of Organization for such Company.

Article I
Name

The name of the limited liability company is FORT MADISON ACCEPTANCE, L.L.C.

Article II
Company Existence

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

Article III
Units Of Equity Ownership

The maximum number of units of equity ownership units FORT MADISON ACCEPTANCE, L.L.C. is authorized to have outstanding is 1,000 units, which shall include 100 A class units and 900 B class units.

Article IV
Registered Agent And Office

The address of the initial Registered Office of the Company is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of its initial Registered Agent at such address is CT Corporation System.

Article V
Principal Office

The mailing address and street address of the principal office of the Company is c/o 425 Second Street SE, Suite 900, Cedar Rapids, Iowa 52401.

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Article VI
Organizer

The name and address of the organizer is:

James H. Arenson, Esq.
425 Second Street SE, Suite 900
Cedar Rapids, Iowa 52401

Article VII
Purpose And Power

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Florida Limited Liability Company Act.

Article VIII
Management

The Company is to be managed by a Manager or Managers. The Manager(s) of the Company shall be named pursuant to the Operating Agreement of the Company. The initial Manager of the Company, who shall serve as such until its successor is elected and shall qualify, is:

Office

Name and Address

Manager

Michael R. Leep, Sr.
C/o 425 Second Street SE, Suite 900
Cedar Rapids, Iowa 52401

Article IX
Indemnification

The Company shall indemnify any Member and/or Manager who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that such Member and/or Manager is or was a Member, Officer or employee of the Company, or is or was serving at the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by such Member and/or Manager in connection with such action, suit or proceeding. The Company shall not indemnify any Member and/or Manager in the event of (i) a breach of such Member and/or Manager's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) a transaction from which such Member and/or Manager derived an improper personal

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benefit, (iv) acts or omissions for which indemnification is prohibited under the Florida Limited Liability Company Act.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any agreement, vote of Members, or disinterested Officers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an Officer or a Member and shall inure to the benefit of the heirs, executors, and administrators of such person.

Article X
Amendment Of Articles Of Organization

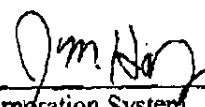
The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles Of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

Signature of Member or authorized representative of Member.

Dated August 7, 2008.


James H. Arensen, Esq.
Organizer

Having been appointed the registered agent of FORT MADISON ACCEPTANCE, L.L.C., I hereby accept the duties and responsibilities of this position.


CT Corporation System
Registered Agent

James M. Halpin
Assistant Secretary

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