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Florida Department of State

Division of Corporations

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**FLORIDA LIMITED LIABILITY CO.  
FNG FINANCIAL SERVICES, LLC**

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION  
OF  
FNG FINANCIAL SERVICES, LLC

The undersigned, being authorized to execute and file these Articles, hereby certify that:

ARTICLE I

The name of the Limited Liability Company is: FNG FINANCIAL SERVICES, LLC

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company shall initially be located at 6750 NW 7<sup>th</sup> St., Second Floor, Miami, Miami-Dade County, Florida 33126 or any other place upon which the members agree.

ARTICLE III

The period of duration for the Limited Liability Company shall be:

Perpetual

ARTICLE IV

The Limited Liability Company is to be manager managed as per FS §605.0407, by a manager or managers who may be, but are not required to be, members of the Company. The name and address of the managers who will serve as managers until the first annual meeting of the members or until his/her successor is selected and qualified in accordance with the Regulations is as follows:

JOSE A. FERNANDEZ A.- 6750 NW 7<sup>th</sup> St., 2<sup>nd</sup> Floor, Miami, Florida 33126  
ANDREA COLMENARES FERNANDEZ -6750 NW 7<sup>th</sup> St., 2<sup>nd</sup> Floor, Miami, Florida 33126

ARTICLE V

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: By unanimous written consent of the existing members as per the terms of the Regulations.

JORGE E. BLANCO, ESQ.  
782 NW Le Jeune Rd.  
Suite 641  
Miami, Florida 33126  
Telephone No.: (305) 444-0044  
e-mail: jblanco@jorgeblancolaw.com  
Florida Bar No.: 197807

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## ARTICLE VI

The right, if given, of the members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be as provided for in the written Operating Agreement and Regulations. In the failure to make such provision in the company Operating Agreement and Regulations of the Company then and in that event Florida Statutes §605.0105 - 605.0108, shall apply.

## ARTICLE VII

This Company shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida, any person who was or is a party or is threatened to be joined as a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she, is or was manager, managing member, or officer of this Company, or is or was serving at the request of Company as a manager, member, director, officer, trustee, employee or agent of or in any other capacity with another company, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit, or proceeding.

Expenses (including attorney's fees) incurred by an member, manager or officer in defending any civil, criminal, administrative or investigative proceeding shall be paid by the Company in advance of the final disposition of such proceeding upon receipt of an undertaking (secured or unsecured as may be determined by the Company) by or on behalf of such member, manager or officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Company as authorized in this Article. Such expenses (including attorneys fees) incurred by other employees and agents shall also be so paid upon such terms and conditions, if any, as the Company deems appropriate.

Notwithstanding the foregoing, indemnification or advancement of expenses shall not be made to or on behalf of any member, manager, managing member, officer, employee, or agent if a judgment or other final adjudication establishes that the actions, or omissions to act, of such member, manager, managing member, officer, employee, or agent were material to the cause of action so adjudicated and constitute any of the following:

- (a) A violation of criminal law, unless the member, manager, managing member, officer, employee, or agent had no reasonable cause to believe such conduct was unlawful.
- (b) A transaction from which the member, manager, managing member, officer, employee, or agent derived an improper personal benefit
- (c) in the case of a manager or managing member, a circumstance under which the Liability provisions of section 605.0403 of the Florida Statutes are applicable.
- (d) Willful misconduct or a conscious disregard for the best interests of the limited liability company in a proceeding by or in the right of the limited liability company to procure a judgment in its favor or in a proceeding by or in the right of a member.

The indemnification provided by this Article shall continue as to an indemnified person who has ceased to be a member, manager, managing member, officer, employee, or agent and shall inure to the benefit of the agents, heirs, personal representative; beneficiary; executors and administrators

of such person. Rights to indemnification and advances under this Article shall be deemed to be a contract between the Company and each indemnified person.

Any repeal or modification of this Article or amendment and modification of relevant provisions of the Florida Limited Liability Company Act or other applicable laws shall not in any way diminish the rights to indemnification of such indemnified person or the obligations of the Company arising hereunder for claims relating to acts occurring prior to the repeal or modification.

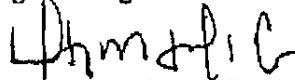
The Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

#### ARTICLE VIII

The name and the Florida street address of the registered agent and registered office are:

BERNARDO GONZALEZ  
1500 Weston Rd.  
Suite 200  
Weston, Florida 33326

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.



BERNARDO GONZALEZ- Registered Agent

#### ARTICLE IX

Purpose: The Company is organized to engage in retail financing of motor vehicles and other general business and commercial purposes of any nature, and any and all activities incident to such purposes, and all lawful activities and business permitted under the Act.

#### ARTICLE X

Operating Agreement and Regulations: Any Operating Agreement as defined in Section 605.0105 of the Act, relating to this Limited Liability Company must be in writing and signed by all the Members.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 22 day of June, 2017.

  
JOSE A. FERNANDEZ A., Manager  
BERNARDO GONZALEZ, Registered Agent

In accordance with Section 605.0203, Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

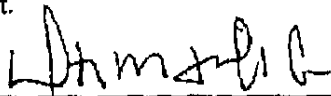
**PURSUANT TO THE PROVISIONS OF SECTION 605.0203 and 605.0113, FLORIDA  
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE  
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND  
REGISTERED AGENT IN THE STATE OF FLORIDA.**

- a. The name of the Limited Liability Company is: FNG FINANCIAL  
SERVICES, LLC

The name and the Florida street address of the registered agent and registered office  
are:

BERNARDO GONZALEZ  
1500 Weston Rd.  
Suite 200  
Weston, Florida 33326

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.

  
\_\_\_\_\_  
BERNARDO GONZALEZ, Registered Agent

STATE OF FLORIDA

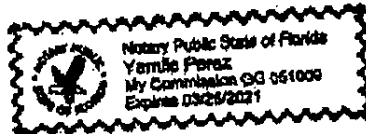
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY, that on the 22 day of June, 2017, personally appeared BERNARDO GONZALEZ, before me as Registered Agent and JOSE A. FERNANDEZ A., Manager, to me well known or who have provided their Florida Drivers' License, as identification.

IN WITNESS WHEREOF, I have set my hand and official seal at Miami, County of Miami-Dade, State of Florida, the day and year above written.

  
\_\_\_\_\_  
Notary Public, State of Florida

My Commission Expires:



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