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ANNIS, MITCHELL, COCKEY, EDWARDS & ROEHN

PROFESSIONAL ASSOCIATION

MICHAEL D. ANNIS
WILLIAM F. BRANDES, JR.
ENOLA T. BROWN
PRESTON O. COCKEY, JR.
JODI L. CORRIGAN
PAMELA COTHRAN
ROBERT M. DAISLEY
KIRK S. DAVIS
KENNETH A. DIAMOND
PETER D. DORAGH
GREGORY W. DWORZANOWSKI
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D. LOCKWOOD GRAY
CHRISTOPHER L. GRIFFIN
C. DAVID HARPER
MARK S. HOWARD
MICHELE R. HUDSICK
BARBARA HARDY HUNT
LAWRENCE P. INGRAM
DAVID S. JOHNSON

SUITE 2100
ONE TAMPA CITY CENTER
POST OFFICE BOX 3433
TAMPA, FLORIDA 33601

TELEPHONE: (813) 229-3321
FACSIMILE: (813) 223-9067

AVAILABLE FOR CONSULTATION
KÄRTEL, VOLLHARDT & PARTNER

KURFÜRSTENDAMM 36

D-10719 BERLIN
GERMANY

OII-49-30-885-7710
FAX OII-49-30-881-1308

GARY W. JOHNSON
LORIE SMITH JOHNSON
STEPHEN L. KUSSNER
DAVID L. LAPIDES
THOMAS M. LITTLE
ANDREW R. MCCUMBER
ROBERT D. MCLEAN
MARION PORTER MATHIASON
STEPHEN J. MITCHELL
SEAN P. MURPHY
LEE E. NELSON
C. PERRY PEEPLES
CLAUDIUS H. PRITCHARD, IV
JOHN H. RAINS, III
BENJAMIN P. REESE, II
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JOSEPH W.N. RUGG
STEVEN M. SAMAHA
OLIN G. SHIVERS
DEBRA K. SMETANSKI
STEPHEN J. SZABO, III
RANDOLPH J. WOLFE

March 10, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FREDERICK B. KARL
OF COUNSEL

Re: GNP Joint Venture, L.L.C.
Our File No. 5860-001

800002112338--7
-03/13/97--01034--006
****250.00 ****250.00

Dear Madam or Sir:

With respect to the above-captioned limited liability company, enclosed are an original and one copy of each of the following documents for filing with your office:

♦ Supplemental Affidavit of Capital Contributions and check in the amount of \$250.00 made payable to the State of Florida Department of State.

♦ Articles of Amendment to Articles of Organization and check in the amount of \$52.50 made payable to the State of Florida Department of State.

Please file the documents, place your "Filed" stamp on the enclosed copies, issue a Certificate of Status, and then return the documents to us in the envelope provided.

If you have any questions, please let me know. Thank you for your assistance with this matter.

Sincerely,

Katherine Russell

Katherine Russell
Legal Assistant

Enclosures
5860-001-0400653.01

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 13 PM 1:07
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MAR 18 1997

SUPPLEMENTAL
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, McNulty, Garcia & Ortiz, P.A., a Florida Professional services corporation, member of GNP JOINT VENTURE, L.L.C., a Florida limited ~~partnership~~ ^{liability company}, hereinafter referred to as the "Company," who, upon being sworn, certify as follows:

1. The Members have contributed a total of \$24,000 of capital to the Company.

2. It is anticipated that no additional capital shall be contributed by the Members in the future.

This 5th day of March, 1997.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GNP JOINT VENTURE L.L.C., a Florida
limited liability company

By: McNulty, Garcia & Ortiz, P.A., a
Florida professional services
corporation

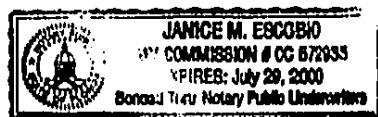
By: [Signature]
Louis P. Ortiz, President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 5 day of march, 1997 by Louis P. Ortiz, as President of McNulty, Garcia & Ortiz, P.A., a Florida professional services corporation, on behalf of GNP Joint Venture, L.L.C., a Florida limited liability company, who is personally known to me or has produced _____ as identification.

Janice M. Escobio
NOTARY PUBLIC
Name: Janice M. Escobio
Commission No. CC 572935
My Commission Expires:

5860-001-385834



L96000000833

Requestor's Name

Address

City/State/Zip

Phone #

200002112342--5
-03/13/97--01034--007
*****52.50 *****52.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION
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FREDERICK B. KARL
OF COUNSEL

March 10, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: GNP Joint Venture, L.L.C.
Our File No. 5860-001

Dear Madam or Sir:

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If you have any questions, please let me know. Thank you for your assistance with this matter.

Sincerely,

Katherine Russell

Katherine Russell
Legal Assistant

Enclosures
5860-001-0400653.01

ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
GNP JOINT VENTURE, L.L.C.

THE UNDERSIGNED hereby executes and swears to this Amendment to the Articles of Organization of GNP JOINT VENTURE, L.L.C., a Florida limited liability company (the "Company"), pursuant to the Florida Limited Liability Company Act, as amended, Florida Statutes § 608.411.

1. Name of Company. The name of the Company is GNP JOINT VENTURE, L.L.C.

2. Date of Filing Articles of Organization. The Company filed its Articles of Organization (the "Articles") with the State of Florida Department of State on August 2, 1996.

3. Amendments to the Articles of Organization. Paragraph 9 of the Articles is hereby amended by deleting the current paragraph 9 in its entirety and substituting the following in lieu thereof:

9. Management of the Company. The Company shall be managed by the members in accordance with the Regulations and Operating Agreement. The Company shall be managed by the following three (3) members:

Members

McNulty, Garcia
& Ortiz, P.A.

Address

P.O. Box 20929
888 Executive Drive West
Suite 101
St. Petersburg, FL 33702

NCT Group CPA's, L.L.P.

P.O.Box 1076
Lakeland, FL 33802


Preferred Collection and
Management Services, Inc.

One Davis Boulevard
Suite 205
Tampa, FL 33601

DATED effective the 5 day of March, 1997.

GNP JOINT VENTURE, L.L.C., a Florida
limited liability company

By: McNulty, Garcia & Ortiz, P.A.,
a Florida professional services
corporation

By: 
Louis P. Ortiz, President

5860-001-385784.01

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