

L96000001280

Bruce D. Green, P.A.  
ATTORNEY AT LAW

FEDERAL EXPRESS

December 2, 1996

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

RECEIVED  
11.26.96

Re: Greenpointe Funding, L.C.  
Articles of Organization

600002018476--2  
-12/03/96--01141--001  
\*\*\*\$285.00 \*\*\*\$285.00

To Whom It May Concern:

Enclosed herein you will find the original Articles of Organization along with my trust account check in the amount of \$285.00 as and for filing fees due in this regard. Please return the receipt and acknowledgment of filing to me at your earliest opportunity. I have enclosed an envelope for your convenience.

Thank you for your assistance in this regard.

Very truly yours,

  
Bruce David Green

BDG:jdf  
Enclosures

FILED  
96 DEC -3 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. D. Green GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT art VIII & IV  
DATE 12-9-96  
DOC. EXAM BC

**ARTICLES OF ORGANISATION  
OF  
GREENPOINTE FUNDING, L.C.**

EFFECTIVE DATE  
11.26.96

FILED  
95 DEC -3 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I**

**Name:** The name of the limited liability company shall be Greenpointe Funding, L.C., and its principal place of business shall be 600 S. Andrews Avenue, Suite 400, Ft. Lauderdale, Florida 33301 but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE II**

**Purposes and Powers:** The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

A. To engage in any activity or business authorized under the Florida Statutes.

B. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.

C. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

D. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision or department thereof, and to perform and carry out, assign, cancel or rescind any of such contracts.

E. To exercise all or any of the limited liability

company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact, for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property or commercial interest thereof and to aid, assist or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of a limited liability company's for profit.

F. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

G. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or in reference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit, the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

### ARTICLE III

**Capital Contributions:** Capital contributions in the amount of \$13,500.00 cash shall be paid to the limited liability company by the members in equal shares. Additional contributions shall be made as required for investment purposes, as determined by unanimous consent of the members.

### ARTICLE IV

#### **Profits and Losses:**

A. **Sharing of Profits.** The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each

member shall be entitled to a distributive share equal to their respective capital contributions.

The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of such commencement date being November 26, 1996.

B. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business or, if such sources are insufficient to cover such losses, by the members in equal shares.

#### ARTICLE V

**Limited Liability Company Powers:** All limited liability company powers shall be exercised by or under the authority of, and the business and the affairs of this limited liability company shall be under the direction of the members of this limited liability company whose names and addresses are set forth immediately below. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company:

Howard Seidwig, Jay Spechler and Charles Greene, all located at 201 SE 6th Street, Fort Lauderdale, Florida 33301, and Bruce D. Green, located at 600 South Andrews Avenue, Suite 400, Ft. Lauderdale, Florida 33301.

#### ARTICLE VI

**Duration:** This limited liability company shall exist until \_\_\_\_\_ (not more than 30 years from date of filing), or until dissolved in the manner provided by law, or as provided in the regulations adopted by the members.

#### ARTICLE VII

**Principal Place of Business:** The principal office of this limited liability company shall be located at 600 S. Andrews Avenue, Suite 400, Ft. Lauderdale, Florida 33301.

#### ARTICLE VIII

**Management:** This limited liability company shall be managed by one (1) manager. The name and address of the person who shall serve as such until the first annual meeting of members, or

until his successor is elected and qualified is as follows:

Bruce Green, 600 SOUTH ANDREWS AVE., SUITE 400, FT. LAUDERDALE.

#### ARTICLE IX

**Initial Registered Office and Registered Agent:** The address of the initial registered office of the limited liability company is 600 South Andrews Avenue, Suite 400, Ft. Lauderdale, Florida 33301, and the name of its initial registered agent at such address is Bruce Green.

#### ARTICLE X

**Restrictions on Membership:** Members shall have the right to admit new members by unanimous consent. Contributions required of the new members shall be determined as of the time of admission to the limited liability company.

A members interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of (all or less than all) members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed articles of organization of Greenpointe Leasing, L.C.

26 DATED at Fort Lauderdale, Broward County, Florida, this day of November, 1996.

  
Charles Greene

  
Jay Specular

  
Bruce D. Green

  
Howard Ziedwig

AFFIDAVIT

STATE OF FLORIDA :

OS.

COUNTY OF BROWARD :

BEFORE ME, the undersigned authority, personally appeared Charles Greene, Howard Zeidwig, Jay Spachler and Bruce Green and who subscribed to the above and foregoing Articles of Organization, and depose and otherwise states: That she/he has read the same, knows and understands the contents thereof, and that she/he executed the same as her/his free act and deed for the purposes therein set forth and expressed.

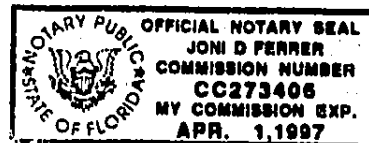
SWORN TO AND SUBSCRIBED before me in the State and County aforesaid this 26 day of November, 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:

( X ) Personally Known

( ) Photographic I.D.



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE with §608.415, Florida statutes, the following is submitted:

THAT, GREENPOINTE FUNDING, L.C., under the Laws of the State of Florida, with its initial principle office at 600 South Andrews Avenue, Suite 400, Fort Lauderdale, FL, 33301, as indicated in the Articles of Organization, has named Bruce D. Green, located at 600 South Andrews Avenue, Suite 400, Fort Lauderdale, FL, 33301, as its Agent to accept Service of Process within the State of Florida.

DATED this 26 day of November, 1996.

MEMBERS PER AND OF  
ARTICLES OF ORGANIZATION:

By: \_\_\_\_\_

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes pertaining to the proper and complete performance of my duties.

DESIGNATION ACCEPTED:

By: \_\_\_\_\_

Bruce D. Green

FILED  
96 DEC -3 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA