CAPUAL CGNNECTION, INC 417 E. Virginia Street, Sute 1 • Talah esee, Flordia 37602 (850) 224-8800 • 1-80-341-8062 • Fax (850) 227-1221

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Signature			Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Cert. Copy Photo Copy Photo Copy Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Search Fictitious Search Fictitious Owner Search Vehicle Search
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ARTICLES OR ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company Is:

BEACON FINANCIAL GROUP, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

2215 N.W. 36th Street Miami, Florida 33142

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Tim Gamwell 2215 N.W. 36th Street Miami, Florida 33142

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 as provided for in Chapter 608, F.S.

Tim Gamwell, Registered Agent

ARTICLE IV - Management

The Limited Liability Company is to be managed by one or more managers and is, therefore a managed company.

Tim Gamwell, Member of the Limited Liability Company

ARTICLE V - Additional Provisions

The nature of the business of the Limited Liability Company and the objects or purposes to be transacted, promoted or carried on by it are to engage solely in the following activities:

- (a) to execute and deliver (i) one or more purchase and sale agreement(s) (the "Purchase Agreements") pursuant to which certain motor vehicle retail financing agreements, furniture financing agreements, and/or motor vehicle and equipment leasing agreements (the "Receivables"), the security interest in such motor vehicles, furniture and equipment financed thereby ("Financed Goods"), and certain related rights will be purchased and sold (collectively, "Conveyed Property"), (ii) a Master Loan and Security Agreement (the "Loan Agreement") pursuant to which the Conveyed Property will be pledged to the holder of certain notes (the "Notes") made pursuant to the Loan Agreement, (iii) a servicing Agreement(s) (the "Servicing Agreement(s)") pursuant to which the Receivables will be serviced and (iv) such other documents as are necessary or advisable for the Company to undertake all rights, duties and obligations contained in the Purchase Agreements, the Loan Agreement and the Servicing Agreements (collectively referred to herein as the "Agreements")
- (b) to perform the functions and obligations pursuant to the Agreements and foregoing documents necessary or desirable to effectuate the foregoing, and to perform such other obligations contemplated by the Agreement, including without limitation, the purchase of other notes and equity instruments; and
- (c) any lawful act or activity for which the limited liability companies may be organized under the limited liability company law of the State of Florida, for so long as the same are necessary, appropriate or suitable to accomplish the objects or purposes specified in subparagraphs (a) and (b) above.

