CT CORPORATION SYSTEM 010000000 CORPORATION(S) NAME Ashland Financial L.L.C. () Profit () Amendment () Merger () Nonprofit (A)Foreign () Dissolution/Withdrawal () Mark () Reinstatement () Limited Partnership () Annual Report () Other () Name Registration () Change of RA () Fictitious Name () UCC (A) Certified Copy () Photocopies () CUS () Call When Ready () Call If Problem () After 4:30 (x) Walk In () Will Wait (x) Pick Up () Mail Out

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1.	Ashland Financial L.L.C.	
	(Name of foreign limited liability company)	-
2.	Delaware 3. 95-4887005	
-	(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)	•
4.	November 14, 2001 5. Perpetual	
	(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")	
6.	November 16, 2001	
	(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	
7.	725 Arizona Avenue, Suite 400	
	Santa Monica, CA 90401	
	(Street address of principal office)	
8.	If limited liability company is a manager-managed company, check here	
9.	The usual business addresses of the managing members or managers are as follows:	
	Coast Asset Management, L.P.	
	725 Arizona Avenue, Suite 400 SSR 5	APPI A Fill
	Santa Monica, CA 90401	A SEE
	2: 51, ORIDA	
the	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of receiptricate is in a foreign language, a inslation of the certificate under oath of the translator must be submitted.)	cords in
11	. Nature of business or purposes to be conducted or promoted in Florida:	·
	Purchase of Tax Liens and Other Instruments	<i>•</i> ,
	Clityl Petito	
	Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)	

Christopher D. Petitt, Executive Vice President

Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limite	ed Liability	Company is	•	•	
Ashland Financial L.L.C.					

2. The name and the Florida streeta ddress of the registered agent and office are:

(Name)	
1200 C	
stem, 1200 South Pine Island Road	
treet address (P.O. Box NOT ACCEPTABLE)	
,	
\mathbf{FL} 33324	
City/State/Zip	
	stem, 1200 South Pine Island Road treet address (P.O. Box NOT ACCEPTABLE) FL 33324

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..

C T Corporation System

(Signature)

C.T. Compretion System

David Farber, Assistant Secretary

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

State of Delaware

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Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASHLAND FINANCIAL L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF NOVEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED

OI NOV 16 PM 12: 51,
SECRETARY OF STATE,
TALLAHASSEE, FI ORIG.



Darriet Smith Windson Harriet Smith Windson

AUTHENTICATION: 1446746

DATE: 11-14-01

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