

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To:

Division of Corporations

Fax Number : (850) 617-6383

From:

Account Name : C T CD CORPORATION, SLOAN

Account Number : FCA000000000

Phone : (850) 222-1092

Fax Number : (850) 871-1092

RE-SUBMIT

Please retain original filing date of submission 11/2

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
GMAC COMMERCIAL FINANCE LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

RECEIVED

10 NOV 16 PM 3:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN

NOV 17 2010

EXAMINER



November 3, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: GMAC COMMERCIAL FINANCE LLC
REF: M03000000111

FILED
10 NOV -2 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is #L09000036319, ALLY COMMERCIAL FINANCE LLC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Regulatory Specialist II

FAX Aud. #: H10000238805
Letter Number: 110A00025844

ALLY COMMERCIAL FINANCE LLC

CONSENT TO USE OF NAME

November 15, 2010

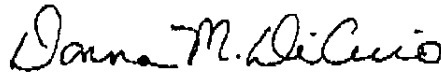
Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

FILED
10 NOV -2 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Ally Commercial Finance LLC, a limited liability company organized under the laws of the state of Florida, hereby consents to the foreign qualification of Ally Commercial Finance LLC, a Delaware limited liability company, in the state of Florida. These two entities are affiliated with each other and Ally Commercial Finance LLC, the Florida domestic, will not reinstate.

I hereby declare and verify that I am an officer of Ally Commercial Finance LLC and that I have executed this letter on this 15th day of November, 2010, and that the facts stated herein are true.



Donna M. DiCicco, Assistant Secretary

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GMAC Commercial Finance LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Agnieszka Kaczor

Name of Person

Ally Commercial Finance LLC

Firm/Company

3000 Town Center, Suite 280

Address

Southfield, MI 48074

City/State and Zip Code

agnieszka.kaczor@ally.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

C. L. Quenneville at (313) 656-6301
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☐ \$25 Filing Fee

☐ \$30 Filing Fee &
Certificate of Status

☐ \$55 Filing Fee &
Certified Copy

☐ \$60 Filing Fee,
Certificate of Status &
Certified Copy

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: GMAC Commercial Finance LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 01/10/2003

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 11/01/2010
 5. New name of the limited liability company: Ally Commercial Finance LLC
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")
- (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")
6. If the amendment changes the period of duration, indicate new period of duration:

 7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

 8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:

 9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

D. M. DiCicco
Signature of a member or the authorized representative of a member

D. M. DiCicco, Assistant Secretary-Ally Financial Inc.
Typed or printed name of signee Member

Filing Fee: \$25.00

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10 NOV -2 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "GMAC COMMERCIAL FINANCE LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ALLY COMMERCIAL FINANCE LLC", THE TWENTY-NINTH DAY OF OCTOBER, A.D. 2010, AT 3:45 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF NOVEMBER, A.D. 2010.

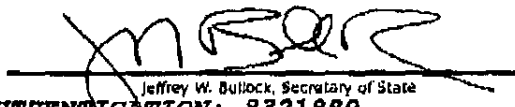
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SECRETARY OF STATE
GALLAHASSEE, FLORIDA

3489438 8320

101044210

You may verify this certificate online
at corp.delaware.gov/authvar.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8321889

DATE: 11-01-10