

**M03000002504**

Florida Department of State  
Division of Corporations  
Public Access System

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.

((H03000242205 0))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 205-0383

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 222-9428

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 JUL 28 AM 8:29

FILED

DIVISION OF CORPORATION

03 JUL 29 AM 7:51

RECEIVED

**FOREIGN LIMITED LIABILITY COMPANY**

CountryPlace Acceptance GP, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

M03-2504  
OK

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

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

1. CountryPlace Acceptance GP, LLC  
(Name of foreign limited liability company)

2. Texas 3. 16-1638357  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. November 12, 2002 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.135, F.S.))

7. 15303 Dallas Parkway, Suite 900  
Addison, Texas 75001  
(Street address of principal office)

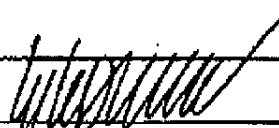
8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

CountryPlace Acceptance Corporation  
15303 Dallas Parkway  
Suite 800  
Addison, Texas 75001

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Transact any and all lawful business

  
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.)  
Lyle Zeller, Executive VP of CountryPlace Acceptance Corporation,  
The Sole Member of CountryPlace Acceptance GP, LLC  
Typed or printed name of signer

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 JUL 29 AM 8:29

FILED

### 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 Limited Liability Company is:

CountryPlace Acceptance GP, LLC

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

CT Corporation System

(Name)

c/o CT Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box NOT ACCEPTABLE)

Plantation,

FL

33324

(City/State/Zip)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

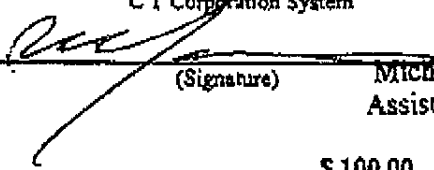
03 JUL 28 AM 8:30

FILED

*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.*

CT Corporation System

By:



(Signature)

Michael E. Jones  
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)

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Gwyn Shea  
Secretary of State

**Office of the Secretary of State**

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Organization for CountryPlace Acceptance GP, LLC (filing number: 800142861), a Domestic Limited Liability Company (LLC), was filed in this office on November 12, 2002.

It is further certified that the entity status in Texas is active.

FILED  
03 JUL 28 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 11, 2003.



*Gwyn Shea*

Gwyn Shea  
Secretary of State