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08/22/03--01037--014 **160.00

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03 AUG 22 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



215 S. WASHINGTON SQUARE, SUITE 200
LANSING, MICHIGAN 48933-1816
TELEPHONE: (517) 371-1730
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<http://www.dickinsonwright.com>

ROBERT W. STOCKER II
RStocker@dickinsonwright.com
(517) 487-4715

August 21, 2003

Overnight Delivery

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: University Financial Lending Services, LLC

Dear Sir or Madam:

Enclosed for filing is an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida (with an original certificate of existence attached) and a Certificate of Designation of Registered Agent/Registered Office. Also enclosed is our check in the amount of \$160.

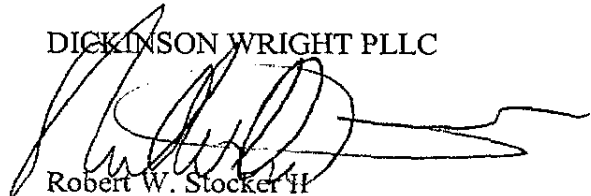
It would be appreciated if you would process and file the enclosed documents and return evidence of the filings to the following address:

Michael R. Pennings
8550 Ulmerton Road, Suite 200-F
Largo, FL 33771

Thank you for your assistance.

Very truly yours,

DICKINSON WRIGHT PLLC



Robert W. Stocker II

RWS/lmp
Enclosures

LANSING 34881-1 325670

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03-AUG-22 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C o u n s e l l o r s A t L a w

DETROIT BLOOMFIELD HILLS LANSING GRAND RAPIDS ANN ARBOR
WASHINGTON, D.C.

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

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

1. University Financial Lending Services, LLC
(Name of foreign limited liability company)
2. Delaware 3. 16-1679323
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 4, 2003 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. August 25, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. _____

8550 Ulmerton Road, Suite 200-F, Largo, FL 33771

(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:

Michael R. Pennings, 8550 Ulmerton Road, Suite 200-F, Largo, FL 33771

J. Steven McWhorter, 8550 Ulmerton Road, Suite 200-F, Largo, FL 33771

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: student loan
consolidation facilitator

Michael R. Pennings
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.)

Michael R. Pennings

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

University Financial Lending Services, LLC

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

Michael R. Pennings

(Name)

8550 Ulmerton Road, Suite 200-F

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

Largo,

FL 33771

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

PAGE 1

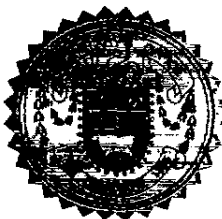
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UNIVERSITY FINANCIAL LENDING SERVICES, LLC" 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 EIGHTE DAY OF AUGUST, A.D. 2003.

FILED

03 AUG 22 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3689121 8300

030518332

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2572118

DATE: 08-08-03