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Florida Department of State

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FLORIDA/FOREIGN LIMITED LIABIL

Bayview ABS Credit GP LLC

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April 21, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CT CORPORATION SYSTEM

SUBJECT: BAYVIEW ABS CREDIT GP LLC

REF: W08000019483

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Need the name of the manager in section A. 9

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Tammy Hampton Regulatory Specialist II Registration/Qualification Section

FAX Aud. #: E08000098629 Letter Number: 908A00022997

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

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

1. BAYVIEW ABS CREDIT GPLLC		
(Name of Foreign Limited Liability Company)		
2. DELAWARE 3. APPLIED FOR		
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)		
4. APRIL 11, 2008 5. PERPETUAL (Date of Organization) (Duration: Year limited liability company will coase to		
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")		
6. UPON QUALIFICATION		
(Date first transacted business in Plorids, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)		
7. 4425 PONCE DE LEON BLUD. 4TH FLOOR		
CORAL GABLES, FL 33146 (Street Address of Principal Office)		
(Street Address of Principal Office)		
8. If limited liability company is a manager-managed company, check here		
9. The name and usual husiness addresses of the managing members or managers are as follows:		
4425 PONCE DE LEON BLVD., 4th FLOOR		
CORAL GABLES, FL 33146		
Brian E. Bonstein		
O. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having ustody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate under each of the translator must be submitted.)	icale	
1. Nature of business or purposes to be conducted or promoted in Plorida: TO ENGAGE IN ANY		
ACTION THAT LIMITED LINES LAND COMPANIES MAY ENGAGE IN.		
Signature of a member or an authorized representative of a member. (In accordance with scotlen 608.408(1), F.S., the execution of this document constitutes an affirmation under the penalties of porjury that the facts rated berein are true.)	0	
BRIAN E. BOMSTEIN AS AUTHORIZED PERSON	£ 80	
Typed of printed name of signee	APR	

SECRETARY OF STATE DIVISION OF CORPORATIONS

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:
BAYVIEW ABS CREDIT GP LLC
2. The name and the Florida street address of the registered agent and office are:
BRIAN E. BOMSTEIN (Name)
4425 PONCE DE LEON BIND. 411 FLOOR Florida Street Address (P.O. Box NOT ACCEPTABLE)
CORAL GABLES, FL 33146 City/State/Zip

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 expacity. I further agree to comply with the provisions of all statutes relating to the profeer and complete performance of my duties, and I am familiar with and accept the obligations of my position of registered agent as provided for in Chapter 608. Florida Statutes.

BRIAN & BONGTOIN

\$ 100.08 Filing Fee for Application
5 25.00 Designation of Registered Agent
5 30.00 Certified Copy (optional)
5 5.00 Certificate of Status (optional)

DIVISION OF CORPORATIONS

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BAYVIEW ABS CREDIT GP 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 SIXTEENTH DAY OF APRIL, A.D. 2008.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BAYVIEW ABS CREDIT GP LLC" WAS FORMED ON THE ELEVENTH DAY OF APRIL, A.D. 2008.

4533027 8300

080436429

You may verify this certificate online at Corp. delaware.gov/suthver.shtml

Variet Smile Minden

Hardet Smith Windsor, Secretary of State

AUTHENTICATION: 6527244

DATE: 04-16-08