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FLORIDA/FOREIGN LIMITED LIABILITY CO.

TAF FUNDING I, LLC

Certificate of Status	0
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J. BRYAN

JUN 17 2008

EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. TAF FUNDING I, LLC

(Name of Foreign Limited Liability Company; must include "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 include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 37-1568137

(FEI number, if applicable)

4. 06/04/2008

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 200 West Jackson Blvd Suite 2000, Chicago, IL 60606

(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:

SEE ATTACHMENT

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: _____

see attached

Steven Z. Kluger
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.)

Steven Kluger
Typed or printed name of signee

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Manager – Laird Mayne Boulden

Residential Address: 1058 Pebble Beach Court, Geneva, IL 60134

Business Address: 200 West Jackson Street, Suite 2000, Chicago, IL 60606

Manager – Steven Kluger

Residential Address: 13 Stoney Ridge Road, Allendale, New Jersey 07401

Business Address: 10 Waterview Boulevard, Parsippany, NJ 07054

Manager – Don Puglisi

Residential Address: 31 Covered Bridge Lane, Newark, DE 19711

Business Address: 850 Library Avenue, Suite 204, Newark, DE 19711

Member – Tygris Asset Finance, Inc.

Address: 200 West Jackson Boulevard, Chicago, IL 60606

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Purpose Clause:

The purposes of the Company, are to engage in the following activities:

- a. to purchase from time to time, and otherwise acquire, own, hold, sell, assign, pledge and otherwise deal in equipment lease contracts and equipment loan contracts including any security interests, equipment and other collateral related to such contracts, and participation or assignment interests with respect thereto (the "Contracts"), all rights and related security and all collections and other proceeds with respect to the foregoing, all only as expressly contemplated by the Basic Documents;
- b. to provide or arrange for the provision of, services necessary for the collection and administration of the Contracts;
- c. to issue pursuant to the Credit Agreement, one or more series of bonds, notes or other evidences of indebtedness (the "Notes") collateralized by Contracts and/or other property and to enter into any other agreement contemplated under the Basic Documents in connection with the authorization, issuance, sale and delivery of the Notes;
- d. to borrow pursuant to the Credit Agreement amounts from various lenders against Contracts and/or other property and enter into and perform its obligations pursuant to all Basic Documents in connection therewith (the "Financing Facility");
- e. to borrow money under a subordinate note pursuant to the Purchase and Sale Agreement ("Loans") to purchase Contracts; provided that repayment of such Loans shall be subject to and made in accordance with the provisions of such subordinated note;
- f. to establish, maintain, deposit into and fund, as applicable, any accounts required by any Basic Documents, including but not limited to any collection account, reserve account, lockbox account, administration account, pre-funding account, or other similar accounts;
- g. to the extent required by any Basic Documents, to grant a security interest in any of its assets (including the Contracts) to the administrative agent of the Financing Facility;
- h. to negotiate, authorize, execute, amend, deliver, assume the obligations under, and perform, any agreement, certificate, instrument or document that may be necessary, appropriate or desirable in the furtherance of the activities set forth in this Section 7, including without limitation the Basic Documents; and
- i. to engage in any activity and to exercise any powers permitted to limited liability companies under the laws of the State of Delaware that are related or incidental to the foregoing and necessary, convenient or advisable to accomplish the foregoing or as expressly contemplated by the Basic Documents. The Company shall not engage in any business or activity other than in connection with or relating to the activities described above.

**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:

TAF FUNDING I, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

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

C T Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation

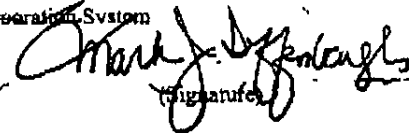
FL 33324

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 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, Florida Statutes.

C T Corporation System

By:



(Signature)

Mark J. Dittenbaugh
Asst. Secretary & V. President

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

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TAF FUNDING I, 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 THIRTEENTH DAY OF JUNE, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TAF FUNDING I, LLC" WAS FORMED ON THE FOURTH DAY OF JUNE, A.D. 2008.

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

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6658192

DATE: 06-13-08