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DIVISION OF CORPORATIONS
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T. HAMPTON

FEB 10 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Triad Financial SM LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Jonna Boyle
(Name of Person)

Triad Financial SM LLC
(Firm/Company)

5201 Rufe Snow Dr., Suite 400
(Address)

North Richland Hills, TX 76180
(City/State and Zip Code)

For further information concerning this matter, please call:

Jonna Boyle at (817) 605-4787
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee ☒ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy



February 6, 2009

Florida Department of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Registration of Triad Financial SM LLC
Articles of Merger (Cross-Entity)

Dear Sir or Madam:

Triad Financial Corporation, a California-based corporation registered in the state of Florida, recently merged with a newly-formed Delaware-based limited liability company, Triad Financial SM LLC. In order to update our records and satisfy the filing requirements with the Department of State, we are submitting the following:

FIRST, we hereby submit the filing of an *Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida* for Triad Financial SM LLC. This document is submitted along with a Certificate of Good Standing issued by the Delaware Secretary of State, as well as a check in the amount of \$130.00 for the filing fee, Designation of Registered Agent fee, and Certificate of Status fee.

SECOND, we hereby submit the filing of the *Articles of Merger of Profit Corporation with "Other Business Entity"* for Triad Financial Corporation and Triad Financial SM LLC. In lieu of the Plan of Merger provided by the Department, this filing includes the *Agreement of Merger* filed with the California Secretary of State on behalf of Triad Financial Corporation, as well as the *Certificate of Merger* filed with the Delaware Secretary of State on behalf of Triad Financial SM LLC. Also included is a check in the amount of \$70.00 for the filing fee associated with this two-party filing.

Thank you for your immediate attention to these filings. If you have any questions or need additional information, please contact me directly at (817) 605-4787 or via email at jboyle@triadfinancial.com.

Regards,

A handwritten signature in cursive script, appearing to read "J. Boyle".

Jonna L. Boyle
Director of Compliance

enclosures

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

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

1. Triad Financial SM 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. 26-3953535

(FEI number, if applicable)

4. 12/22/2008

(Date of Organization)

5. Perpetual

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

6. 12/31/2008

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

7. 5201 Rufe Snow Dr., Suite 400

North Richland Hills, TX 76180

(Street Address of Principal Office)

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

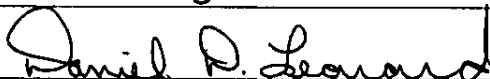
9. The name and usual business addresses of the managing members or managers are as follows:

See attached list of Managers

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: _____

Third-party loan servicing.



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.)

Daniel D. Leonard, Manager/CEO

Typed or printed name of signee

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TRIAD FINANCIAL SM LLC
Members and Managers

MEMBERS

Triad Financial Holdings LLC
5201 Rufe Snow Drive, Suite 400
North Richland Hills, Texas 76180
Sole Member – 100% Interest

MANAGERS

Philip A. Canfield
5201 Rufe Snow Drive, Suite 400
North Richland Hills, Texas 76180

Aaron D. Cohen
5201 Rufe Snow Drive, Suite 400
North Richland Hills, Texas 76180

David A. Donnini
5201 Rufe Snow Drive, Suite 400
North Richland Hills, Texas 76180

Donald J. Edwards
5201 Rufe Snow Drive, Suite 400
North Richland Hills, Texas 76180

Gerald J. Ford
5201 Rufe Snow Drive, Suite 400
North Richland Hills, Texas 76180

Daniel D. Leonard
5201 Rufe Snow Drive, Suite 400
North Richland Hills, Texas 76180

J. Randy Staff
5201 Rufe Snow Drive, Suite 400
North Richland Hills, Texas 76180

Carl B. Webb
5201 Rufe Snow Drive, Suite 400
North Richland Hills, Texas 76180

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**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:

Triad Financial SM 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:

NRAI Services, Inc.

(Name)

2731 Executive Park Dr., Suite 4

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

Weston

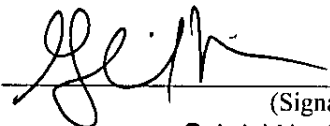
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City/State/Zip

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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.



(Signature)

Gabriel Hughes, 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)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRIAD FINANCIAL SM 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 TWENTY-THIRD DAY OF JANUARY, A.D. 2009.

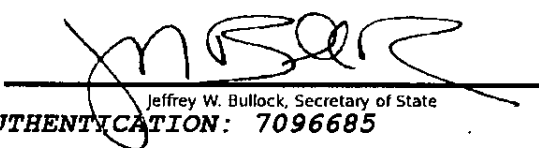
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7096685

DATE: 01-23-09