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PICK-UP	WAIT	MAIL
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Certified Copies	Certificates	s of Status
Special Instructions to	o Filing Officer:	
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EXAMINER



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SECRETARY OF STATE



ACCOUNT	NO.	:	1

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REFERENCE : 060065 5123330

AUTHORIZATION (:

COST LIMIT

ORDER DATE: January 13, 2012

ORDER TIME: 3:37 PM

ORDER NO. : 060065-030

CUSTOMER NO: 5123330

FOREIGN FILINGS

NAME: CDM DEALER SERVICES, LLC

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

This is the dead of the service of t _ CERTIFIED COPY _ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Milnes -- EXT# 2920

EXAMINER:

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

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: CDM Dealer Services, 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 Lieblity Company," "L.L.C," "LLC.") 2. Minnesota (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4 1/21/2003 perpetual (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") Upon filing (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7 6205 Peachtree Dunwoody Road Atlanta, GA 30328 (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 RIDER 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 cath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Business to business sales 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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Typed or printed name of signee

Shauna Sullivan Muhl

CDM Dealer Services, LLC

Directors:

- **Victor A. Perry, III
- *Sanford H. Schwartz
- *Shauna Sullivan Muhl

Officers:

Robert A. Landers President **James S. Franchi Vice President *Michael R. Rother Vice President **Dallas S. Clement Vice President **Peter C. Cassat Vice President *Maria L. Friedman Vice President *Shauna Sullivan Muhl Secretary *Charles N. Bowen Assistant Secretary *Susan W. Coker Treasurer

*6205 Peachtree Dunwoody Road, Atlanta, GA 30328

** 3003 Summit Blvd., Floor 200, Atlanta, GA 30319

*** 1533 N Pima Road, Suite 370, Scottsdale, AZ 85260

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:	
CDM Dealer	Services, LLC		
If unavailable	e, the alternate to be used	l in the state of Florida is:	
2. The name	and the Florida street ad	dress of the registered agent and office are:	
	Corporation Service C	Company	
		(Name)	-
	1201 Hays Street		
Florida Street Address (P.O. Box NOT ACCEPTABLE)		_	
	Tallahassee	FL 32301	-
		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.

Corporation Service Company



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

Office of the Minnesota Secretary of State Certificate of Good Standing

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The business entity listed below was filed pursuant to the Minnesota Chapter listed below with the Office of the Secretary of State on the date listed below and that this business entity is registered to do business and is in good standing at the time this certificate is issued.

Name: CDM Dealer Services, LLC

Date filed: 12/13/2011

File Number: 465082700024

Minnesota Statutes, Chapter: 322B

Home Jurisdiction: Minnesota

This certificate reflects data thru: 11/02/2011

This certificate has been issued on: 01/17/2012



Mark Ritchie
Secretary of State

State of Minnesota