

M16 0000000 091

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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[Signature]



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22 OCT 27 PM 4:31
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Auction Funding Group LLC
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Eric Steinberg

Name of Person

Auction Funding Group LLC DBA Manhattan Funding

Firm/Company

3275 W. Hillsboro Blvd Suite 304

Address

Deerfield Beach FL 33442

City/State and Zip Code

ricky@manhattanfunding.com

E-mail address: (to be used for future annual report notification)

22 OCT 27 PM 4:31
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32303

For further information concerning this matter, please call:

Eric Steinberg

516

568-2300

at ()

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

2022 OCT 27 AM 8:25

October 13, 2022

ERIC STEINBERG
3275 W. HILLSBORO BLVD
SUITE 304
DEERFIELD BEACH, FL 33442

SUBJECT: AUCTION FUNDING GROUP LLC
Ref. Number: M16000000091

We have received your document for AUCTION FUNDING GROUP LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Michael A Hall
OPS Clerk

Letter Number: 722A00022994

22 OCT 27 PM 4:31
DIVISION OF CORPORATIONS
STATE OF FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Auction Funding Group LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Rachel Klein
Name of Person

Auction Funding Group LLC
Firm/Company

3275 W. Hillsboro Blvd
Address

Deerfield Beach FL 33442
City/State and Zip Code

rachel@manhattanfunding.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rachel Klein at (561) 568-2300
Name of Person Area Code & Daytime Telephone Number

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Enclosed is a check for the following amount:

- | | | | |
|--|---|--|--|
| <input type="checkbox"/> \$25 Filing Fee | <input type="checkbox"/> \$30 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55 Filing Fee &
Certified Copy | <input type="checkbox"/> \$60 Filing Fee.
Certificate of Status &
Certified Copy |
|--|---|--|--|

22 OCT 27 PM 4:31
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Attached are the forms and instructions to amend the **name, jurisdiction, or the registered agent, or any person identified in accordance with s. 605.0902 (1)(e), or a change in title or capacity of that person, for a foreign limited liability company** authorized to transact business in Florida. The requirements are as follows:

- Pursuant to s. 605.0907, Florida Statutes, the attached application must be completed in its entirety.
- A certificate from the state of jurisdiction evidencing the amendment must be submitted with the application. The certificate should be issued within the past 90 days.
- The name of a limited liability company in the state of Florida must contain the words "Limited Liability Company," the abbreviation "L.L.C." or the designation "LLC."
- The name of a limited liability company must be distinguishable on the records of the Florida Department of State. If you have changed the name of your limited liability company and the new name is not distinguishable on our records, you must adopt an alternate name to use in the state of Florida. To adopt an alternate name, you must submit a copy of the written consent of the managers or managing members adopting the alternate name. You may download a fill-in-the blank consent form from our website www.sunbiz.org.

A preliminary search for name availability can be made on the Internet through the Division's records at www.sunbiz.org. Preliminary name searches and name reservations are no longer available from the Division of Corporations. You are responsible for any name infringement that may result from your name selection.

- The fees are as follows:
 - \$25.00 Filing Fee
 - \$30.00 Certified Copy (optional)
 - \$ 5.00 Certificate of Status (optional)
- A letter of acknowledgment will be issued free of charge upon registration. Please submit one check made payable to the Florida Department of State for the total amount of the filing fee and any optional certificate or copy.
- A COVER letter should be submitted along with the application, certificate, and check. The mailing address and courier address are noted below.

- Please send the application to:

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Any further inquiries concerning this matter should be directed to the Registration Section by calling (850) 245-6051.

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: Auction Funding Group LLC

Enter new principal office address, if applicable: _____

(Principal office address)

MUST BE A STREET ADDRESS

Enter new mailing address, if applicable: _____

(Mailing address)

MAY BE A POST OFFICE BOX

22 OCT 27 PM 4:31

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DIVISION OF CORPORATIONS

2. The Florida document number of this limited liability company is: M16000000091

3. Jurisdiction of its organization: Brsward

4. Date authorized to do business in Florida: 2016

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: _____
(must contain "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 contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida Street Address

_____, **Florida** _____
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.


If Changing Registered Agent, Signature of New Registered Agent

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(c), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
member	Jon Beardman	3873 N.E. 22nd way Lighthouse Pt, FL 33064	<input checked="" type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of the authorized representative

Jon Beardman

Typed or printed name of signer

Filing Fee: \$25.00

State of Florida

Department of State

I certify from the records of this office that AUCTION FUNDING GROUP LLC is a New York limited liability company authorized to transact business in the State of Florida, qualified on January 4, 2016.

The document number of this limited liability company is M16000000091.

I further certify that said limited liability company has paid all fees due this office through December 31, 2022, that its most recent annual report was filed on August 18, 2022, and that its status is active.

I further certify that said limited liability company has not filed a Certificate of Withdrawal.

*Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this
the Eighteenth day of August,
2022*



A handwritten signature in black ink, appearing to be "J. B. J.", is written over a horizontal line.

Secretary of State

Tracking Number: 7626289491CC

To authenticate this certificate, visit the following site, enter this number, and then follow the instructions displayed.

<https://services.sunbiz.org/Filings/CertificateOfStatus/CertificateAuthentication>

**2022 FOREIGN LIMITED LIABILITY COMPANY AMENDED ANNUAL
REPORT**

DOCUMENT# M16000000091

Entity Name: AUCTION FUNDING GROUP LLC

Current Principal Place of Business:

3275 W HILLSBORO BLVD SUITE 304
SUITE 304
DEERFIELD BEACH, FL 33442

Current Mailing Address:

3275 W HILLSBORO BLVD SUITE 304
SUITE 304
DEERFIELD BEACH, FL 33442 US

FEI Number: 47-3489816

Certificate of Status Desired: Yes

Name and Address of Current Registered Agent:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL 32301-2525 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

Authorized Person(s) Detail :

Title MBR
Name STEINBERG, ERIC
Address 3275 W HILLSBORO BLVD SUITE 304
SUITE 304
City-State-Zip: DEERFIELD BEACH FL 33442

Title MEMBER
Name BOARDMAN, JON
Address 3873 N.E. 22ND WAY
City-State-Zip: LIGHT HOUSE POINT FL 33064

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 605, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: ERIC STEINBERG

MEMBER

08/18/2022

Electronic Signature of Signing Authorized Person(s) Detail

Date

New York State Department of Taxation and Finance
Certificate of Authority

Identification number

47-3489816

(Use this number on all returns and correspondence)



VALIDATED

8/29/2022

Dept of Tax
and Finance

AUCTION FUNDING GROUP LLC
ERIC STEINBERG
3275 W HILLSBORO BLVD STE 304
DEERFIELD BEACH FL 33442-9474

authorized to collect sales and use taxes under Articles 28 and 29 of the New York State Tax Law.

Nontransferable

This certificate must be prominently displayed at your place of business.
Fraudulent or other improper use of this certificate will cause it to be revoked.
The certificate may not be photocopied or reproduced.

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DTF-17-A (11/14)

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**FIRST AMENDMENT TO THE
AMENDED AND RESTATED OPERATING AGREEMENT
OF
AUCTION FUNDING GROUP, LLC
d/b/a MANHATTAN FUNDING**

Effective as of March 1, 2020

**FIRST AMENDMENT TO THE
AMENDED AND RESTATED OPERATING AGREEMENT
OF
AUCTION FUNDING GROUP, LLC
d/b/a MANHATTAN FUNDING**

This First Amendment to the Amended and Restated Operating Agreement of Auction Funding Group, LLC (d/b/a Manhattan Funding) ("*First Amendment*") is made and entered into on April 15, 2021, by and between all of the Members of the Company as reflected on Schedule I to the Agreement maintained with the Company's books and records (collectively, the "*Members*").

WITNESSETH:

WHEREAS, the Members entered into that certain Amended and Restated Operating Agreement of Auction Funding Group, LLC, a New York limited liability company, dated as of March 1, 2020 (the "*Agreement*"); and

WHEREAS, the Members wish to correct certain errors within the Agreement relating to definition of the term Credit Management Load and the recipients of the Credit Management Fee;

NOW, THEREFORE, in consideration of the mutual covenants herein contained, and for other good and valuable consideration, the receipt of which is hereby acknowledged, the Members agree as follows:

1. **Incorporation of Recitals and Whereas Clauses.** The introductory and whereas clauses set forth above are hereby incorporated into this First Amendment as if more specifically set forth below.
2. **Definitions.** All capitalized terms used in this First Amendment shall have the same meaning given to them in the Agreement unless a contrary definition is specifically set forth in this First Amendment.
3. **Effective Date.** This Amendment shall be effective as of March 1, 2020.
4. **Amendments to the Agreement.**

- a. **Exhibit B (Definitions) – "Credit Management Load":** The definition of the term Credit Management Load is hereby deleted and replaced with the following:

"Credit Management Load" means three quarters of one percent (0.75%) (i.e. 0.0075).

- b. **Sections 9.02(a) and 9.02(b) – Credit Management Fee:** Sections 9.02(a) and 9.02(b) are hereby amended in order to clarify that only Members Stephen Katz and Jay Bernstein are entitled to receive the Credit Management Fee.

For the sake of clarity, the Credit Management Fee shall be distributed in accordance with Subsections (a) and (b) only to Members Stephen Katz and Jay Bernstein, regardless of which or how many Legacy Members remain guarantors on the Guaranteed Credit Facilities.

c. Section 9.02(c) – E. Steinberg Fees: Section 9.02(c) is hereby deleted in its entirety.

d. Section 9.02(g): The following Section 9.02(g) is added:

"Eric Steinberg and Mel Steinberg hereby acknowledge that each has no right or interest in any portion of any Credit Management Fee payable at any time under this Agreement."

5. General. Except as modified herein, the Agreement is hereby ratified and affirmed. In the event of a conflict between this First Amendment and the Agreement, the terms of this First Amendment shall govern.

6. Execution. This First Amendment may be executed in multiple counterparts, each of which shall be deemed an original First Amendment, and all of which shall constitute one and the same First Amendment. Facsimile and PDF signature pages will have the same binding effect as original signature pages.

7. Binding Effect. This First Amendment shall be binding upon and shall inure to the benefit of the respective heirs, executors, administrators, legal representatives, successors and assigns of the parties hereto; provided, that this provision shall not be construed to permit any assignment or transfer which is otherwise prohibited by the Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment with effect on the date set forth herein.

By its Managers:

Stephen Katz, an individual

Jay Bernstein, an individual

Michael Levine, an individual

Mel Steinberg, an individual

Eric Steinberg, an individual

Jon Boardman, an individual

By its Members:

Stephen Katz, an individual

Jay Bernstein, an individual

Michael Levine, an individual

Mel Steinberg, an individual

Eric Steinberg, an individual

Jon Boardman, an individual