

1197-000000846
Consumer Finance

1735 Technology Drive • San Jose, CA 95110 • Tel (408) 501-1450 • Fax (408) 501-0456

December 8, 1997

Florida Department of State
Sandra B. Mortham - Secretary of State
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

200002369722--8
-12/11/97--01086--001
****250.00 ****250.00

Dear Sir or Madam:

200002369722--8
-12/11/97--01086--002
*****35.00 *****35.00

Attached please find our

- APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
- AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY
- CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE
- CERTIFICATE OF STATUS CALIFORNIA LIMITED LIABILITY COMPANY
- Check No. 1065 in the amount of \$250.00
- Check No. 1066 in the amount of \$35.

FILED
97 DEC 11 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please call me at (408) 501-1404 with any questions you might have.

Sincerely,

Iris Ackerson
Iris Ackerson

1197-846

Name	<i>12/15</i>
Availability	<i>12/15</i>
Document Examiner	<i>12/15</i>
Updater	<i>12/15</i>
Updater Verifier	<i>12/15</i>
Acknowledgment	<i>12/15</i>
W. P. Verifier	<i>12/15</i>

**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. BAR NONE CONSUMER FINANCE, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. CALIFORNIA
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 77-0449471
(FEI number, if applicable)
4. 16 JANUARY 1997
(Date of Organization)
5. 31 DECEMBER 2027
(Duration: Year limited liability company will cease to exist or "perpetual")
6. WILL START AFTER AUTHORIZATION IS RECEIVED
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1735 TECHNOLOGY DRIVE, SUITE 430B
SAN JOSE, CA 95110
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:

TITLE:

JAMES L. CROUSE PRESIDENT/CEO
1735 TECHNOLOGY DRIVE, SUITE 430
SAN JOSE, CA 95110

BRIAN S. HALL VP OF MARKETING
1735 TECHNOLOGY DRIVE
SUITE 430B
SAN JOSE, CA 95110

NAME & ADDRESS:

TITLE:

JEFFREY K. STOCKDALE
1735 TECHNOLOGY DRIVE
SUITE 430B
SAN JOSE, CA 95110

ANGELIA M. DOERNER
1735 TECHNOLOGY DRIVE
SUITE 430B
SAN JOSE, CA 95110

SR VP OF STRATEGY & FINANCE

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of BAR NONE CONSUMER FINANCE, LLC
_____ certifies:

1) the above named limited liability company has at least two members;

2) the total amount of cash contributed by the member(s) is \$ 100.00 ;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 ;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 100.00 ;
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

JAMES L. CROUSE, PRESIDENT/CEO (MEMBER)

Typed or printed name of signee

FILED
97 DEC 11 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$250.00 for Application and Affidavit

**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:

BAR NONE CONSUMER FINANCE, LLC

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

CT CORPORATION SYSTEM

(Name)

1200 SOUTH PINE ISLAND ROAD

Florida street address (P.O. Box **NOT** ACCEPTABLE)

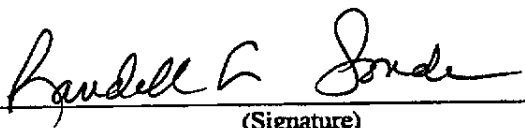
PLANTATION, FLORIDA 33324

FL

City/State/Zip

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97 DEC 11 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

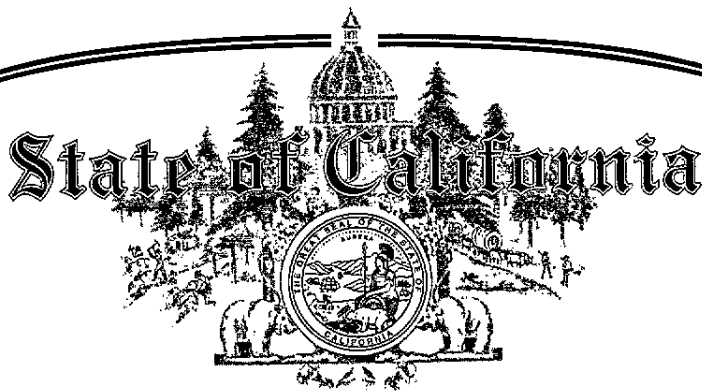
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.



(Signature)

Randall L. Souden
Assistant Secretary

Filing Fee: \$ 35 for Designation of Registered Agent



SECRETARY OF STATE

**CERTIFICATE OF STATUS
CALIFORNIA LIMITED LIABILITY COMPANY**

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 16th *day of* January, 19 97,

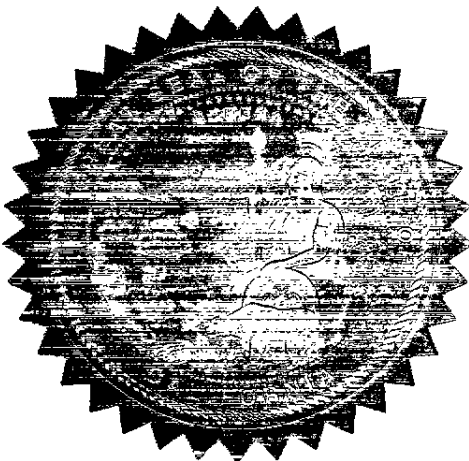
BAR NONE CONSUMER FINANCE, LLC

became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That no record exists in this office of a certificate of cancellation of said limited liability company nor of a court declaring cancellation thereof; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.



IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

1st day of December, 1997

Bill Jones
BILL JONES
Secretary of State