

Wiggin, Frank H.  
Kleinberg, Robert  
Requestor's Name  
1900 Market St., Suite 700  
Address  
Philadelphia, PA 19103  
City/State/Zip  
Phone #

Office Use Only

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 19 PM 1:31

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

- |    |                    |              |
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| 1. | (Corporation Name) | (Document #) |
| 2. | (Corporation Name) | (Document #) |
| 3. | (Corporation Name) | (Document #) |
| 4. | (Corporation Name) | (Document #) |

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-06/03/98--01024--005  
\*\*\*285.00 \*\*\*285.00

- ☐ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☐ Will wait      ☐ Photocopy      ☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

198-644	
Name	6-19
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CR2E031(1/95)

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 9, 1998

LISA E. GARLATTI  
KLEINBARD, BELL & BRECKER LLP  
1900 MARKET STREET, SUITE 700  
PHILADELPHIA, PA 19103

SUBJECT: GOLD COAST AUTO FINANCE, L.L.C.  
Ref. Number: W98000013235

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We have received your document for GOLD COAST AUTO FINANCE, L.L.C. and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 898A00032395

LAW OFFICES OF  
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ARTHUR S. KEYSER  
COUNSEL TO THE FIRM

JOSEPH BELL  
OF COUNSEL

JOSEPH S. KLEINBARD  
(1905-1994)

ROBERT JOHN BRECKER  
(1916-1996)

DIRECT DIAL

June 18, 1998

\*ALSO MEMBER OF NJ BAR  
\*\*ALSO MEMBER OF NY BAR  
\*\*\*ALSO MEMBER OF NJ AND DC BARS  
‡MEMBER OF NY BAR ONLY

**Federal Express**

Secretary of State  
Corporation Bureau  
409 East Gaines Street  
Tallahassee, FL 32399  
Attn: Tammi Cline

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Re: Gold Coast Auto Finance, L.L.C.  
Ref. No. W98000013235

Dear Tammi:

Pursuant to your letter of June 9, 1998, I have enclosed a resolution authorizing the name Gold Coast Motor Vehicle Finance, L.L.C. as an alternate name in the State of Florida. I believe this resolution will enable you to complete the filing of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida submitted on behalf of Gold Coast Auto Finance, L.L.C.

Please return documents to the undersigned in the enclosed Federal Express envelope.  
Thank you for your assistance in this matter.

Very truly yours,

*Lisa E. Garlatti*

LISA E. GARLATTI  
Legal Assistant

/hs

Enclosures

cc: John P. Hickey, Esq.  
David Yusko

**GOLD COAST AUTO FINANCE, L.L.C.**  
**ACTION OF MANAGER**

The undersigned, being the Manager of GOLD COAST AUTO FINANCE, L.L.C., a Delaware limited liability company (the "Company"), hereby takes the following actions in accordance with the Company's operating agreement and applicable law:

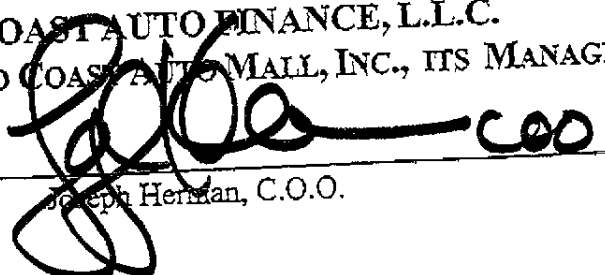
WHEREAS, The name is Gold Coast Auto Finance is not available for use in the State of Florida, therefore the company must adopt an alternate name for use in the State of Florida.

NOW, THEREFORE, BE IT RESOLVED, That the proper officers of the Company be, and they are hereby are, authorized and directed on behalf of the Company, and under its corporate seal, to make and file such certificates, reports, or other instruments, including without limitation, the registration of various fictitious names, from time to time, as may be required by law to be filed in any state, territory, or dependency of the United States, or in any foreign country, in which said officers shall find it necessary or expedient to file the same to authorize or permit the Company to transact business in the State of Florida under the name: **Gold Coast Motor Vehicle Finance, L.L.C.**

IN WITNESS WHEREOF, the undersigned has taken the foregoing action as of June 9, 1998.

**GOLD COAST AUTO FINANCE, L.L.C.**  
**BY: GOLD COAST AUTO MALL, INC., ITS MANAGER**

By: \_\_\_\_\_

  
Joseph Herman, C.O.O.

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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. Gold Coast Auto Finance, L.L.C.

(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. Delaware

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

3. 52-2101539

(FEI number, if applicable)

4. 05/26/98

(Date of Organization)

5. Perpetual

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

6. June 15, 1998

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.115, F.S.)

7. 21111 S. Dixie Highway, Cutler Ridge, FL 33189

(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:

Gold Coast Auto Mall, Inc.  
3191 Coral Gables Way  
Suite 1005  
Coral Gables, FL 33145

MGRM

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.)

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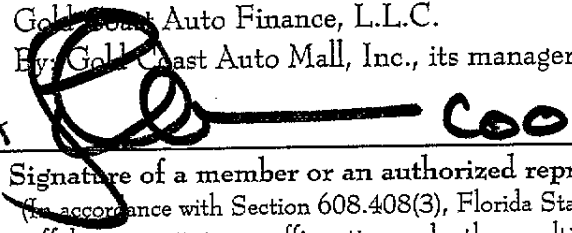
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Gold Coast Auto Finance, L.L.C. certifies:

- 1) the above named limited liability company has one member;
- 2) the total amount of cash contributed by the member(s) is \$500.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made as a part hereto.) \$ \_\_\_\_\_;
- and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 500.00.  
(This total includes amounts from 2 and 3 above.)

Gold Coast Auto Finance, L.L.C.  
By: Gold Coast Auto Mall, Inc., its manager

*TH*

  
\_\_\_\_\_  
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.)

\_\_\_\_\_  
Joseph Herman, C.O.O.

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

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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:

Gold Coast Auto Finance, L.L.C.

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

David Yusko

(name)

3191 Coral Gables Way, Suite 1005

Florida street address (P.O. Box NOT acceptable)

Coral Gables, FL 33145

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.*

DY



(Signature)

Filing Fee: \$35 for Designation of Registered Agent

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GOLD COAST AUTO FINANCE, L.L.C." 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 FOURTH DAY OF JUNE, A.D. 1998.

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



  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 9119082

DATE: 06-04-98