

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

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Alison Lundergan Grimes
KY Secretary of State
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Secretary of State
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**Statement of Change of
Principal Office Address**

POC

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the principal office on behalf of

ALLY COMMERCIAL FINANCE LLC

which is organized in the state of Delaware, and for that purpose submits the following statements:

1. Address of current principal office

1290 AVENUE OF AMERICA
3RD FLOOR
NEW YORK, NY 10104

2. Principal office is hereby changed to:

1185 Avenue of the Americas
2nd Floor
NEW YORK, NY 10036

3. Signature of officer or chairman of the board

Robert Noack, Assistant Secretary

Signature and Title

Type or print name and title

4/30/2014 3:30 PM

Date