

FD3000 DD 2276

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000187209 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : M. BURR KEIM COMPANY
Account Number : I19990000242
Phone : (215) 563-8113
Fax Number : (215) 977-9386

FOREIGN PROFIT QUALIFICATION

LEAF FUNDING, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

DIVISION OF CORPORATIONS

03 MAY -6 PM 1:58
STATE SECRETARY
TALLAHASSEE, FLORIDA

RECEIVED 03 MAY -6 PM 2:16

FILED
AID

5-6-03

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. LEAF Funding, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 57-1159764
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 31, 2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification.
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 110 S. Poplar Street, Suite 101, Wilmington, DE 19801
(Principal office address)
1845 Walnut Street, 10th Floor, Philadelphia, PA 19103
(Current mailing address)
8. Purchase and sell equipment that is subject to lease and to do all things related thereto.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: W. Bradley Munroe, Esquire
Office Address: 239 E. Virginia Street
Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.

W. B. Munroe
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

03 MAY -6 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Cris S. DeMent

Address: 1845 Walnut Street, 10th Floor, Philadelphia, PA 19103

Vice Chairman: Miles Herman

Address: 1845 Walnut Street, 10th Floor, Philadelphia, PA 19103

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Miles Herman

Address: 1845 Walnut Street, 10th Floor, Philadelphia, PA 19103

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Miles Herman, President

(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

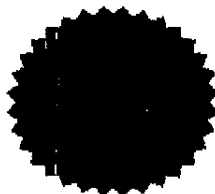
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LEAF FUNDING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF MAY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LEAF FUNDING, INC." WAS INCORPORATED ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2003.

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

(H03000187209 9)



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3642642 8300

AUTHENTICATION: 2396720

030285662

DATE: 05-02-03