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FOREIGN PROFIT QUALIFICATION

SMT Leasing Company

Certificate of Status	0
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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. SMT Leasing Company
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 34-1882477
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 09/18/2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 01/01/2004
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 450 Plymouth Road, Suite 201, Plymouth Meeting, PA 19462
(Principal office address)

75 Milford Road, Suite 201, Hudson, Ohio 44236
(Current mailing address)

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8. Provide medical equipment financing services
(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(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.

CT Corporation System

By: [Signature]
(Registered agent's signature)

GH S. Apella, Asst. Secretary

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.

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

A. DIRECTORS

Chairman: Donald G. Broomfield

Address: 7511 Woodspring Lane
Hudson, Ohio 44236

Vice Chairman: E. Micheal House

Address: 6610 Estro Blvd., Unit #724
Fort Myers Beach, FL 33931

Director: William A. Miller

Address: 40 Camino del Valle
Santa Fe, NM 87506

Director: Richard C. Albright

Address: 86 Concord Road
Wayland, MA 01778

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B. OFFICERS

President: Michael A. Miller

Address: 86 Jefferson
Hudson, Ohio 44236

Vice President: Jennifer Santangelo Lance Ream

Address: 1810 Spera Lane 71 Division Street
Norristown, PA 19403 Hudson, Ohio 44236

Secretary: Stephen C. Ellis

Address: 4730 Sherwin Road, Willoughby, Ohio 44094

Treasurer: Donald G. Broomfield

Address: 7511 Woodspring Lane, Hudson, Ohio 44236

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Donald G. Broomfield, Treasurer
(Typed or printed name and capacity of person signing application)

Delaware

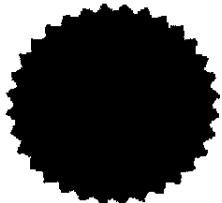
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMT LEASING COMPANY" 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 TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3370184

DATE: 09-23-04