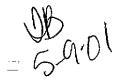
CT CORPORATION SYSTEM

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US Equipment Leasing LLC								
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660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615



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.	US Equipme						
	(Name of foreign li	imited lia	pility company)				
	Delaware	3	25-1887088				
	(Jurisdiction under the law of which foreign limited liability company is organized)		25 -   887088 (FEI number, if appli	cable)			
	agril 30 2001	5.	Perpetual				
	Ogril 30 2001 (Date of Organization)		(Duration: Year limited liability of exist or "perpetual")	company will cease to			
	upon qu	ualificat	ion				
	(Date first transacted business in Florida. (S			S.))			
	4444 One Mellon Center						
	Pittsburgh, PA 15258	e of princi	pal office)				
	If limited liability company is a manager-managed company, check here						
}.	The usual husiness addresses of the managing memi-	1875 OF 1	nanagers are as follows:				
•	The usual business addresses of the managing members or managers are as follows:						
	Dreyfus Service Corporation, 200 Park Avenue, New York, NY 10166						
		···	<u></u>				
3	Attached is an original certificate of existence, no ma	ore that	o On days ald duly authentic	ated by the official			
•	having custody of records in the jurisdiction under the						
	acceptable. If the certificate is in a foreign language,		<del>-</del> -	·			
	translator must be submitted.)			. 04.11 01 1110			
	translator must be submitted.)						
	Nature of business or purposes to be conducted or p	romote	d in Florida:				
	Landing and Summing of anning at A			7			
-	Leasing and financing of equipment						
	Signature of a member or an author	rized re	presentative of a member	三 三 三 三 三 三 三 三 三 三 三 三 三 三 三 三 三 三 三			
	(In accordance with section 608/408(3), F.S.,	the execu	tion of this document constitutes	MAY -8 REJARY AHASSEE			
	an affirmation under the penalties of perjury t						
	John W. Thompson,			PS PS			
	Typed or printed			용절 상			
	Typed of primed	manne 0	r signee	<u>9</u> 4 25			

## 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:
U	S Equipment Leasing 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 FL 33324
	City/State/Zip
at ca of	ving been named as registered agent and to accept service of process for the above stated limited liability company the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this pacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in apter 608, F.S.  (Signature)
	\$100.00 Filing Fee for Application \$ 25.00 Designation of Registered Agent \$ 30.00 Certified Copy (optional) \$ 5.00 Certificate of Status (optional)

## State of Delaware

## Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "US EQUIPMENT LEASING LLC" 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 MAY, A.D. 2001.

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



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1117557

DATE: 05-04-01

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