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ACCOUNT NO. : 072100000032

REFERENCE : 919106 4720594

AUTHORIZATION : *Patricia Pijut*

COST LIMIT : \$ 70.00

FILED
00 DEC -6 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 4, 2000

ORDER TIME : 9:39 AM

ORDER NO. : 919106-010

CUSTOMER NO: 4720594

2000003489002--8

CUSTOMER: Ms. Cheryl Glick
Barbara L. Farley P.c.
34 Tanner Street

Haddonfield, NJ 080330000

FOREIGN FILINGS

NAME: SMART LEASING, INC.

MP

XXXX QUALIFICATION (TYPE: CO)

Q 12/6

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PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

*PER BENDA TABLOCK
NO CONFLICT
WITH P96000000867*

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. Smart Leasing, 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. Pennsylvania 3. 23-2915382
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 22, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. November 1, 2000
(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. 140 South Village Avenue, Suite 210, Exton, Pennsylvania 19341
(Principal office address)
140 South Village Avenue, Suite 210, Exton, Pennsylvania 19341
(Current mailing address)

8. Commercial leasing of personal property
(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: Corporation Service Company

Office Address: 1201 Hays 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.

Corporation Service Company

(Registered agent's signature)

Stanley R. Howie, Jr.
Assistant 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: John T. Cunningham

Address: 1504 Grovenor Court

West Chester, Pennsylvania 19382

Vice Chairman: James Guarino

Address: 561 Font Road

Eagle, Pennsylvania 19341

Director: Mary Ellen Guarino

Address: 561 Font Road

Eagle, Pennsylvania 19341

Director: Tina Cunningham

Address: 1504 Grovenor Court

West Chester, Pennsylvania 19382

B. OFFICERS

President: John T. Cunningham

Address: 1504 Grovenor Court

West Chester, Pennsylvania 19341

Vice President: James Guarino

Address: 561 Font Road

Eagle, Pennsylvania 19341

Secretary: Mary Ellen Guarino

Address: 561 Font Road, Eagle, Pennsylvania 19341

Treasurer: Tina Cunningham

Address: 1504 Grovenor Court, West Chester, Pennsylvania 19341

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. John T. Cunningham, President

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

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TALLAHASSEE, FLORIDA

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

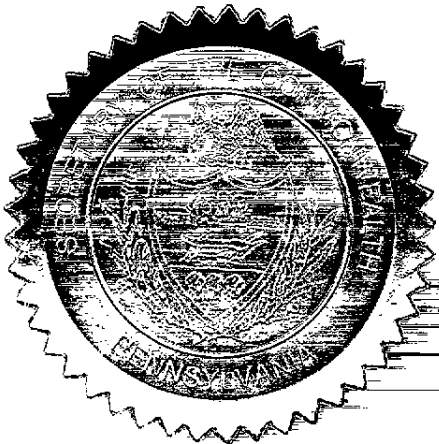
NOVEMBER 02, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

SMART LEASING, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Ditzinger

Secretary of the Commonwealth

JSOW

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TALLAHASSEE, FLORIDA