F95000005975

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 222-1092

City State Zip Phone

CORPORATION(S) NAME

W95-20775

Liberty Leasing Company

( ) Profit
( ) NonProfit
( ) Amendment
( ) Merger

( ) Foreign
( ) Dissolution/Withdrawal
( ) Mark

( ) Limited Partnership
( ) Reinstatement
( ) Annual Report
( ) Reservation
( ) Other
( ) Change of R.A.
( ) Fic. Name

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Thank you

CR2E031 (1-89)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

To: Freta

26 October 1995

Mr. Paul Moen
Liberty Leasing Company
4201 Westown Parkway, Suite 122
West Des Moines, Iowa 50266-6734

Dear Mr. Moen:

Re: Request for Penalty Waiver

The purpose of this letter is to advise you that the Department of State cannot waive the penalties imposed as a result of the unauthorized business activities in the State of Florida by Liberty Leasing Company.

As of the date above, the total amount of penalties owed by this corporation is $2,400. These penalties are pursuant to section 607.1502, Florida Statutes, a copy of which is enclosed for your reference. If litigation is necessary to collect these penalties, the corporation may also be liable for additional fees and costs associated with filing suit.

If you wish to resolve this matter, please direct your payment to my attention at the address below. If I have not received payment by November 30, 1995, I will assume that you are not willing to resolve this matter without litigation and will proceed accordingly. If you have any questions regarding this correspondence, you may contact me at 904/414-5536.

Respectfully,

Marc W. Dunbar
Assistant General Counsel

MWD/sm

Enclosure

607.1502 Consequences of transacting business without authority.—

(1) A foreign corporation transacting business in this state without a certificate of authority may not maintain a proceeding in any court in this state until it obtains a certificate of authority.

(2) The successor to a foreign corporation that transacted business in this state without a certificate of authority and the assignee of a cause of action arising out of that business may not maintain a proceeding based on that cause of action in any court in this state until the foreign corporation or its successor obtains a certificate of authority.

(3) A court may stay a proceeding commenced by a foreign corporation or its successor or assignee until it determines whether the foreign corporation or its successor requires a certificate of authority. If it so determines, the court may further stay the proceeding until the foreign corporation or its successor obtains the certificate.

(4) A foreign corporation which transacts business in this state without authority to do so shall be liable to this state for the years or parts thereof during which it transacted business in this state without authority in an amount equal to all fees and taxes which would have been imposed by this act upon such corporation had it duly applied for and received authority to transact business in this state as required by this act. In addition to the payments thus prescribed, such corporation shall be liable for a civil penalty of not less than $500 or more than $1,000 for each year or part thereof during which it transacts business in this state without a certificate of authority. The Department of State may collect all penalties due under this subsection and may bring an action in circuit court to recover all penalties and fees due and owing the state.

(5) Notwithstanding subsections (1) and (2), the failure of a foreign corporation to obtain a certificate of authority does not impair the validity of any of its contracts, deeds, mortgages, security interests, or corporate acts or prevent it from defending any proceeding in this state.

History.—s. 137, ch. 89-154; s. 5, ch. 91-214.

LIBERTY
LEASING COMPANY

RECEIVED
OCT 19 1995
Office of General Counsel
Department of State

October 10, 1995

Secretary of State Florida
Marc Dunbar, Asst. General Councel
Divisions of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Dear Mr. Dunbar:

We are requesting a waiver or reduction of penalty for doing business in Florida without proper authority as a foreign corporation. Liberty Leasing Company was incorporated in the State of Iowa in June 1993.

As the attached information shows we have been paying Florida sales and use taxes since July 1993 and Florida income taxes for 1994. Our Florida sales and use tax number is 78-13-066583-61 and was issued to Liberty Leasing Company on July 14, 1993.

We feel we are entitled to a waiver or reduction of penalty because we have complied with the state by filing both sales and use taxes and income taxes since our inception.

Sincerely,

Paul Moen

Paul Moen
Controller

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95 DEC -7 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
OCT 23 1995
DEPARTMENT OF STATE
OFFICE OF THE SECRETARY

An Affiliate of the
Liberty Bank Group

4201 Westown Parkway • Suite 122
West Des Moines, Iowa 50266-6734
Phone: (515) 226-8828
(800) 949-4019
Fax: (515) 226-9104

Member of Equipment
Leasing Association of
America

LIBERTY
LEASING COMPANY

RESOLUTION BY BOARD OF DIRECTORS

The Board of Directors of Liberty Leasing Company, a Iowa corporation, have agreed to use Liberty Bell Leasing Company for use in Florida.

William J. Crawford, President

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TALLAHASSEE, FLORIDA

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America

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. LIBERTY LEASING COMPANY
(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. IOWA
(State or country under the law of which it is incorporated)

3. 42-1404846
(FEI number, if applicable)

4. JUNE 8, 1993
(Date of incorporation)

5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")

6. JULY 14, 1993
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 4201 WESTOWN PARKWAY SUITE 122

WEST DES MOINES, IA 50266-6734
(Current mailing address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8. COMMERCIAL EQUIPMENT LEASING
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND ROAD

PLANTATION , Florida , 33324
(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.

(Registered agent's signature) Adrienne M. Jacklin, Asst. Secy.

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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O . Box NOT acceptable)

Chairman: RUSS OLSON

Address: 4201 Westown Parkway, Suite 122; West Des Moines, IA 50266

Vice Chairman: _____

Address: _____

Director: WILLIAM CRAWFORD

Address: 4201 Westown Parkway Suite 122, West Des Moines, IA 50266

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: WILLIAM CRAWFORD

Address: 4201 Westown Parkway Suite 122, West Des Moines, IA 50266

Vice President: DAVID LYON

Address: 4201 Westown Parkway Suite 122, West Des Moines, IA 50266

OPERATIONS MANAGER

~~Secretary~~: ARDI CADE

Address: 4201 Westown Parkway Suite 122, West Des Moines, IA 50266

CONTROLLER ~~XXXXXXXXX~~ PAUL MOEN

Address: 4201 Westown Parkway Suite 122, West Des Moines, IA 50266

SR. CREDIT ANALYST RON ANGELL

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

13. Paul Moen, Controller
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Paul Moen, Controller
(Typed or printed name and capacity of person signing application)

95 DEC -7 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IOWA

No. 00083707
Date: 10/06/1995

SECRETARY OF STATE

490 DP-000167070
LIBERTY LEASING CO
ATTN: JODI ADAMS
4201 WESTOWN PARKWAY, STE 122
WEST DES MOINES, IA 50266-6734

CERTIFICATE OF EXISTENCE

Name: LIBERTY LEASING COMPANY
Begin date: 19930608
Expiration: PERPETUAL

I, PAUL D. PATE, secretary of state of the state of Iowa, custodian of the records of incorporations, certify that the corporation named on this certificate is in existence and was duly incorporated under the laws of Iowa on the date printed above, that all fees required by the Iowa business corporation act have been paid by the corporation, that the most recent annual corporate report has been filed by the secretary of state, and that articles of dissolution have not been filed.

FILED
95 DEC -7 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF IOWA SECRETARY OF STATE SEAL

Paul D. Pate

SECRETARY OF STATE

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