

F980000003903

OT CORPORATION SYSTEM

454 Norwest Midland  
Bank Building  
Minneapolis, MN 55401  
Tel. 612 333 4315  
Fax 612 333 2524

7-2-98

~~June 22, 1998~~

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-07/09/98--01048--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: U.S. BANCORP CONSUMER LEASING INC.  
ORDER NO. 1270590

Dear Sir or Madam:

We attach the application for authority, approval from the comptroller's office and fee necessary to qualify the above. Please process per usual, forwarding the evidence or any further requests to this office.

Thank you for your attention to this matter.

Sincerely,

Georgia Ireland  
Sr. Customer Specialist

/gli

enc.

FILED  
98 JUL -9 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
WLC 7/9



ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER  
DEPARTMENT OF BANKING AND FINANCE  
STATE OF FLORIDA  
TALLAHASSEE  
32399-0350

June 15, 1998

FILED  
98 JUL -9 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Ms. Lisa Bessler  
U.S. Bancorp  
601 Second Avenue South  
Minneapolis, MN 55402-4302

Dear Ms. Bessler:

Re: "U.S. Bancorp Consumer Leasing, Inc."

Reference is made to your letter/fax dated June 9, requesting approval of the above-referenced corporate name which is a wholly-owned subsidiary of U.S. Bancorp, a bank holding company located in Minneapolis, Minnesota.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the use of the above corporate name being registered as a foreign corporation to transact business in the State of Florida.

Sincerely,

A handwritten signature in black ink, appearing to read "Wm. Douglas Johnson", with a long horizontal line extending to the right.

Wm. Douglas Johnson  
Assistant Director  
Division of Banking  
101 E. Gaines Street  
Fletcher Bldg.-6th Floor  
Tallahassee, FL 32399-0350  
(850) 414-8058

:kr

cc: Karon Beyer, Chief  
Bureau of Corporate Records  
Secretary of State's Office

# 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. U.S. Bancorp Consumer 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. Colorado

(State or country under the law of which it is incorporated)

3. 84-0636453

(FEI number, if applicable)

4. February 8, 1973

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. P.O. Box 6375, Fargo, North Dakota 58125-6375

(Current mailing address)

PURCHASE AND SERVICING OF INDIRECT AUTO LEASES FROM  
NEW CAR FRANCHISE DEALERSHIPS

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine  
Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Michele R Justesen  
(Registered agent's signature) (Officer)

Michele R Justesen, Asst Secy  
(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: Frank J. Partel, Jr.

Address: 4235 17th Avenue S.W.  
Fargo, North Dakota 58103

Director: Greg F. Jaeger

Address: 4235 17th Avenue S.W.  
Fargo, North Dakota 58103

B. OFFICERS

President: Frank J. Partel, Jr.

Address: 4235 17th Avenue S.W.  
Fargo, North Dakota 58103

Vice President: Greg F. Jaeger

Address: 4235 17th Avenue S.W.  
Fargo, North Dakota 58103

Secretary: Greg F. Jaeger

Address: 4235 17th Avenue S.W.  
Fargo, North Dakota 58103

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TALLAHASSEE FLORIDA

Treasurer: Frank J. Partel, Jr.

Address: 4235 17th Avenue S.W.

Fargo, North Dakota 58103

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

13.  VICE PRESIDENT/SECRETARY

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

14. Greg F. Jaeger, Secretary

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

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



# STATE OF COLORADO

## DEPARTMENT OF STATE CERTIFICATE

FILED

98 JUL -9 PM 3:08

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF  
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

U.S. BANCORP CONSUMER LEASING, INC.  
(COLORADO CORPORATION)

FILE # 19871253866 WAS FILED IN THIS OFFICE ON February 08, 1973  
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE  
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD  
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS  
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: June 17, 1998

*Victoria Buckley*  
\_\_\_\_\_  
SECRETARY OF STATE