ALAN J. STATMAN* JEFFREY P. HARRIS ROBERT A. BARDACH THOMAS R. NOLAND

WILLIAM B. FECHER JOHN J. SCHMIDT GREGORY J. BERBERICH* W. DOUGLAS HAMAN+* PAUL H. SHANEYFELT THOMAS A. WIETHOLTER*

OF COUNSEL IRVING HARRIS STACEY J. SCHACTER ROSEMARY E. SCOLLARD

*ALSO ADMITTED TO PRACTICE IN KENTUCKY *ALSO ADMITTED TO PRACTICE IN INDIANA (513) 621-2666 FAX NO. (513) 621-4896 DAYTON, OHIO OFFICE FIFTH THIRD CENTER SUITE 1520 DAYTON, OHIO 45402

(937) 222-1090 FAX NO. (937) 222-1046

November 28, 2000

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Dear Sir or Madam:

400003485254--7 -12/04/00--01124--008 ****130.00 ****130.00

Enclosed is an application for a foreign limited liability company to transact business in Florida, a designation of agent, certificate of existence from Kentucky and the filing fee in the amount of \$130.00. I have included an extra \$5.00 for the Certificate of Status.

Please send the evidence of authority to transact business to my attention at the above address. Thank you.

Very truly yours,

STATMAN, HARRIS & BARDACH LLC

Robert A. Bardach

/rab

enclosure

OO DEC -4 PM 1: 42
SECRETARY OF STATE
TAIL AHASSEE FLORIDA



STATMAN, HARRIS & BARDACH, LLC

ATTORNEYS AT LAW 4100 CAREW TOWER

441 VINE STREET CINCINNATI, OHIO 45202

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(937) 222-1090 FAX No. (937) 222-1046

December 8, 2000

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

I mistakenly enclosed the wrong Certificate of Existence when sending in a recent application for a foreign limited liability company known as Habco Leasing LLC to transact business in Florida. I had previously sent in the certificate for The Habco Group Inc. in my letter of November 28, 2000. I am now enclosing the correct certificate for Habco Leasing LLC. I had previously sent in the application, designation of agent, and the filing fee in the amount of \$130.00 which included an extra \$5.00 for the Certificate of Status.

Please send the evidence of authority to transact business to my attention at the above address. Thank you.

Very truly yours,

STATMAN, HARRIS & BARDACH LLC

Robert A. Bardach

/rab

enclosure

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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.	Habco Leasing LLC
_	(Name of foreign limited liability company)
2	Kentucky Jurisdiction under the law of which foreign limited liability 3. WA (FEI number, if applicable)
¢.	Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) ompany is organized)
4.	10-30-00 (Date of Organization) 5. 10-30-50 (Duration: Year limited liability company will cease to exist or "perpetual")
5.	12-1-00 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7.	215 Albatross
	Ft. Myers, Florida 33931 (Street address of principal office)
3.	(Street address of principal office) If limited liability company is a manager-managed company, check here The usual business addresses of the managing members or managers are as follows:
).	The usual business addresses of the managing members or managers are as follows:
	215 Albatross
	Ft. Myers, Florida 33931
he:	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under oath of the translator must be submitted.)
11.	Nature of business or purposes to be conducted or promoted in Florida:
	Leasing of boats and any other lawful purpose.
	X
	Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
	Bradford L. Butler, Jr. Typed or printed name of signee

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:

HABCO LEASING LLC

2. The name and Florida street address of the registered agent and office are:

BRIAN BUTLER 215 Albatross Ft. Myers, Florida 33931

Having been names as a registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Brian Butler

OODEC -4 PM 1:42



John Y. Brown III Secretary of State

Certificate of Existence

I, JOHN Y. BROWN III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

HABCO LEASING LLC

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is October 30, 2000.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 7th day of December, 2000.

JOHN Y. BROWN III Secretary of State

Commonwealth of Kentucky

Bthompson/0504562