



MO10000000943

ACCOUNT NO. : 072100000032

REFERENCE : 128982 4349059

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 125.00

ORDER DATE : April 25, 2001

ORDER TIME : 9:46 AM

ORDER NO. : 128982-025

600004084406--4

CUSTOMER NO: 4349059

CUSTOMER: Kim Desousa, Legal Assistant
Textron Financial Corporation
40 Westminster Street
12th Floor
Providence, RI 02903

FOREIGN FILINGS

NAME: ASSETCONTROL CORPORATION, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER:

JB
42701

01 APR 27 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVE
AND
FILED

RECEIVED
01 APR 27 AM 10:40
DIVISION OF CORPORATION

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. AssetControl Corporation, LLC
(Name of foreign limited liability company)
2. Delaware 3. 05-0510386
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 3/8/2000 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification in Florida
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 40 Westminster Street
Providence, RI 02940
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

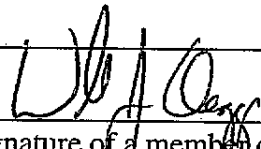
See Exhibit A

01 APR 27 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Asset services.


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.)

William J. Clegg
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:

AssetControl Corporation, LLC

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

Corporation Service Company
(Name)

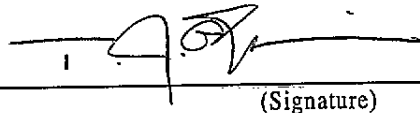
1201 Hays Street
Florida street address (P.O. Box NOT ACCEPTABLE)

Tallahassee, FL 32301
City/State/Zip

01 APR 27 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Having been named as 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..

 Aur V. P.
(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

EXHIBIT A

Directors, Officers Report

AssetControl Corporation, LLC

April 24, 2001

OFFICERS

Kenneth C. Bohlen Primary Address:	40 Westminster Street Providence, RI 02903	Manager
Buell J. Carter, Jr. Primary Address:	40 Westminster Street Providence, RI 02903	Manager
Gary Levi Primary Address:	424 Madison Avenue New York, NY 10017	Manager
Michael J. Livatino Primary Address:	40 Westminster Street Providence, RI 02940	Manager
John W. Mayers Primary Address:	40 Westminster Street Providence, RI 02903	Manager
Norman Smagley Primary Address:	500 Central Avenue Northfield, IL 60093	Manager

APPROVED
AND
FILED
01 APR 27 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASSETCONTROL CORPORATION, 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 TWENTY-SIXTH DAY OF APRIL, A.D. 2001.

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

APPROVED
AND
FILED
01 APR 27 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3187375 8300

AUTHENTICATION: 1101077

010200772

DATE: 04-26-01