

m04000002798

TimePayment Corp LLC  
Attn: Tax and Compliance  
10 M Commerce Way  
Woburn, MA 01801



200038323162

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

07/12/04--01065--005 \*\*125.00

SECRETARY OF  
TALLAHASSEE, FL

2004 JUL 12 P 10:02

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W. P. Verifier DCC

**- 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. TimePayment Corp. LLC  
(Name of foreign limited liability company)
2. Delaware 3. 20-0687813  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 12/04/03 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. 5/01/04  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 10 M Commerce Way  
Woburn, MA 01801  
(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:  
MicroFinancial Incorporated 10 M Commerce Way Woburn, MA 01801  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
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: Equipment Leasing and  
Financing

  
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.)

Richard F. Latour, President

Typed or printed name of signee

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2004 JUL 12 PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE, FL

**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:

TimePayment LLC

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

Edwards & Angell, LLP

(Name)

350 East Las Olas Boulevard

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Fort Lauderdale FL 33301

(City/State/Zip)

*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.*

Facsimile signature attached

(Signature)

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

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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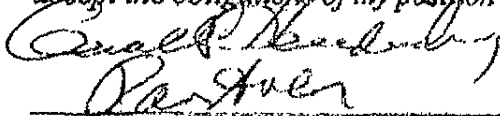
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Edwards & Angell, LLP		2004 JUL 12 P 4:02 SECRETARY OF STATE TALLAHASSEE, FLORIDA
(Name)		
350 East Las Olas Boulevard		
Florida street address (P.O. Box <u>NOT</u> ACCEPTABLE)		
Fort Lauderdale	FL 33301	
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# Delaware

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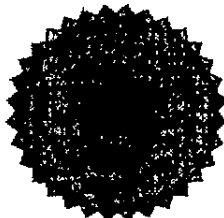
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TIMEPAYMENT CORP. 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 SEVENTH DAY OF MAY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TIMEPAYMENT CORP. LLC" WAS FORMED ON THE FOURTH DAY OF DECEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

FILED  
JUL 12 P 4:02  
SECRETARY OF STATE  
TAMARA HASSEY, FLORENCE



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3097644

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DATE: 05-07-04