



THE UNITED STATES  
CORPORATION  
COMPANY

M98000000191

ACCOUNT NO. : 072100000032

REFERENCE : 698681 4218A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 346.25

ORDER DATE : February 9, 1998

ORDER TIME : 11:33 AM

ORDER NO. : 698681-010

CUSTOMER NO: 4218A

CUSTOMER: Judy Gonzalez, Legal Asst  
Peper Martin Jensen Maichel  
Twenty-fourth Floor  
720 Olive Street  
St. Louis, MO 63101

300002441539--1

FOREIGN FILINGS

NAME: SECURITY LEASING FUNDING II,  
L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 FEB 26 AM 9:50

RECEIVED  
98 FEB 26 PM 12:19  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

**RESUBMIT**

Please give original  
submission date as file date.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 26 AM 9:50

February 26, 1998

CINDY HARRIS  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: SECURITY LEASING FUNDING II, L.L.C.  
Ref. Number: W98000004377

We have received your document for SECURITY LEASING FUNDING II, L.L.C. and the authorization to debit your account in the amount of \$346.25. However, the document has not been filed and is being returned for the following:

Please note that we have RETAINED your documents.

The application indicates that this company began transacting business in Florida on June 27, 1997. If this is so, then penalty fees will be owed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,188.75.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 098A00011005

*please deduct amount  
from our account.  
Thank you  
Cindy*

*Patricia Puyet*

*Authorized*  
RECEIVED  
DIVISION OF CORPORATIONS  
98 FEB 27 P. 12  
L2

**FLORIDA SECRETARY OF STATE**

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

**SECURITY LEASING FUNDING II, L.L.C.**

FILED STATE  
SECRETARY OF CORPORATIONS  
98 FEB 26 AM 9:50

1. The name of the limited liability company is: Security Leasing Funding II, L.L.C.
  2. The limited liability company was organized under the laws of the State of Delaware.
  3. FEI Number: 43-1795890
  4. The date of organization is June 27, 1997.
  5. The duration of the limited liability company is perpetual.
  6. The first date the limited liability company transacted business in Florida was July 1, 1997.
  7. The street address of the limited liability company's principal office is:
- 712 North Second Street, St. Louis, MO 63102  
Attn: Mr. Henry M. Edmonds
8. The name and business address of a manager who will manage the foreign limited liability company in Florida is:

Henry M. Edmonds  
712 North Second Street  
St. Louis, MO 63102

SECURITY LEASING FUNDING II, L.L.C.

By: X

  
Henry M. Edmonds, Manager

**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 IN DESIGNATING  
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF  
FLORIDA.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 25 AM 9:50

1. The name of the limited liability company is: Security Leasing Funding II, L.L.C.
2. The name and address of the registered agent and office is:

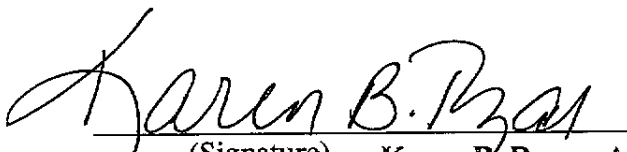
Corporation Service Company  
(Name)

1201 Hays Street

(P.O. Box not acceptable)

Tallahassee, FL 32301  
(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.

  
(Signature) **Karen B. Rozar, As Its Agent**

2.9.98  
(Date)

FILING FEE: \$35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

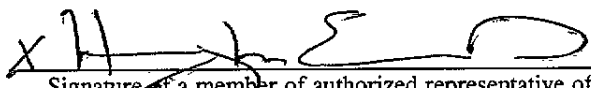
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 26 AM 9:50

The undersigned member or authorized representative of a member of Security Leasing Funding II, L.L.C. deposes and says:

- 1) the above named limited liability company has one member.
- 2) the total amount of cash contributed by the member(s) is \$ NONE.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$23,766.00. A description of the property is attached and made a part hereto.\*
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$23,766.00. This total includes amounts from 2 and 3 above.

**Agreed Value:**

<b>*General Partner interest in Digital Detection Systems Limited</b>	<b>\$17,619.00</b>
<b>General Partner interest in DDS Funding, L.P.</b>	<b><u>6,147.00</u></b>
	<b>\$23,766.00</b>

  
\_\_\_\_\_  
Signature of a member or authorized representative of a member.

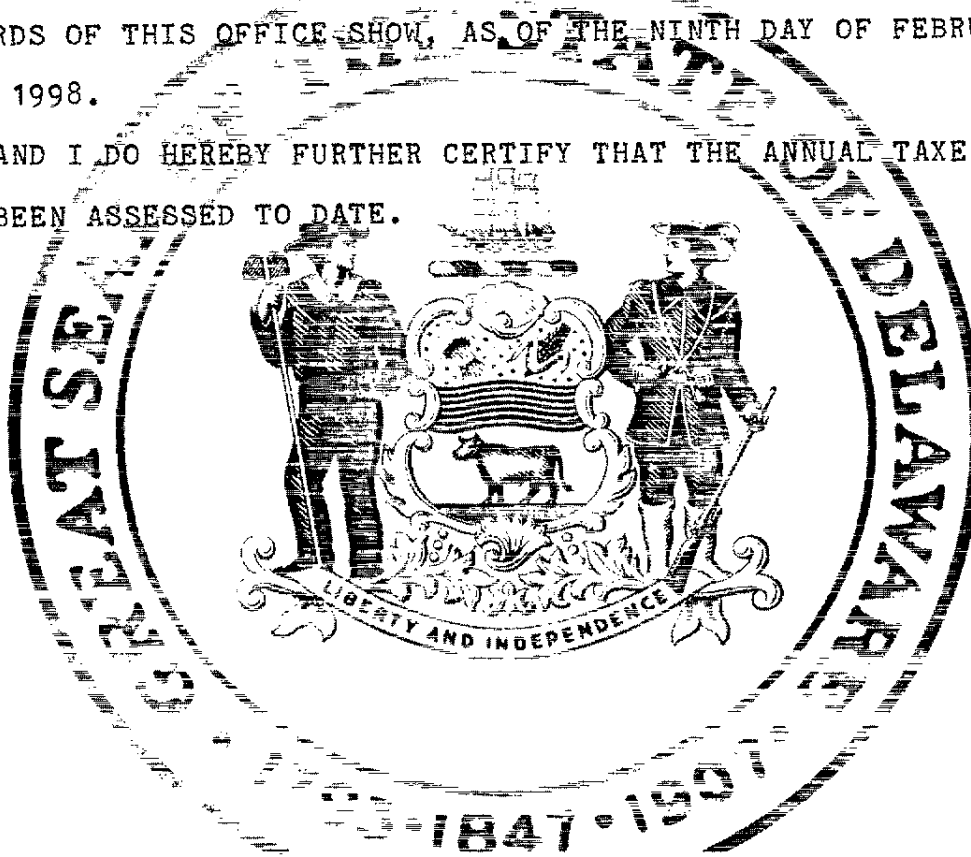
(in accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts herein are true.)

Filing Fee: \$52.50 for Affidavit

*State of Delaware*  
*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SECURITY LEASING FUNDING II, L.L.C." 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 NINTH DAY OF FEBRUARY, A.D. 1998.

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



FILED STATE  
SECRETARY OF CORPORATIONS  
98 FEB 26 AM 9:51



*Edward J. Freel*

Edward J. Freel, Secretary of State

2767524 8300

981050815

AUTHENTICATION:

8910689

DATE:

02-09-98