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ACCOUNT NO. : 072100000032

REFERENCE : 222327 4303194

AUTHORIZATION :

Patricia Pzyt

COST LIMIT : \$ 285.00

ORDER DATE : April 28, 1999

ORDER TIME : 10:30 AM

ORDER NO. : 222327-005

CUSTOMER NO: 4303194

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CUSTOMER: Ms. Nobuko M. Christy
Paul Hastings Janofsky &
555 S. Flower Street, 23rd Fl

Los Angeles, CA 90071

FOREIGN FILINGS

NAME: GREEN LEAF FINANCIAL, L.L.C.

XXXX QUALIFICATION (TYPE: LL)

FILED
99 APR 29 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
Availability	4/29/99 DCC
Document	XX CERTIFIED COPY
Examiner	PLAIN STAMPED COPY
	CERTIFICATE OF GOOD STANDING
Underwriter	DCC
Underwriter	CONTACT PERSON: Angie Glisar
Verifier	?
Acknowledgement	DCC
W. P. Verifier	DCC

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99 APR 29 AM 11:37
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. Green Leaf Financial, L.L.C.
(Name of foreign limited liability company)
2. California
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. April 23, 1999
(Date of Organization)
5. 2020
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2558 SW 177th Avenue, Miramar, Florida 33029
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Grant Webb</u>	<u>Manager</u>	_____	_____
<u>2558 SW 177th Avenue</u>		_____	
<u>Miramar, Florida 33029</u>		_____	
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

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 TALLAHASSEE, FLORIDA

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

The undersigned member or authorized representative of a member of _____
Green Leaf Financial, L.L.C. certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 500.00;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 500.00
(This total includes amounts from 2 and 3 above.)

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Signature of a member or an 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 stated herein are true.)

Richard L. Fehnel

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

**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:

Green Leaf Financial, L.L.C.

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

Grant Webb

(Name)

2558 SW 177th Avenue

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

Miramar, Florida 33029

City/State/Zip

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TALLAHASSEE, FLORIDA

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.

By: 

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS CALIFORNIA LIMITED LIABILITY COMPANY

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 23RD day of APRIL, 1999, GREEN LEAF FINANCIAL, L.L.C., became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That no record exists in this office of a certificate of cancellation of said limited liability company nor of a court declaring cancellation thereof; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
26TH day of APRIL, 1999.



Bill Jones
BILL JONES
Secretary of State