

P38223



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 875038 7106782

AUTHORIZATION

*Patricia Pigut*

COST LIMIT : \$ 35.00

ORDER DATE : June 29, 1998

ORDER TIME : 10:08 AM

ORDER NO. : 875038-420

CUSTOMER NO: 7106782

CUSTOMER: Mr. Philip J. Teigen  
Capital Associates  
7175 W. Jefferson Ave  
Suite 4000  
Lakewood, CO 80235

FILED  
98 AUG 10 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

500002611515--9

CHANGE OF AGENT

NAME: CAI EQUIPMENT LEASING II CORP.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Reynolds

RECEIVED  
98 AUG 10 AM 11:28  
DIVISION OF CORPORATION

R.A. Change

*See 8/10*

Florida Department of State, Sandra B. Mortham, Secretary of State

\*\*\* FILING FEE: \$35.00 \*\*\*

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED  
AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Colorado submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: CAI Equipment Leasing II Corp.

2. The mailing address of the corporation is: 4000, 7175 W. Jefferson Avenue  
Lakewood, CO 80235

3. Date of incorporation/qualification: March 16, 1992 Document number: P38223

4. The name and address of the current registered agent and office:

CT Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company  
1201 Hays Street  
Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

(Signature of an officer, chairman or vice chairman of the board)

7/27/98  
(Date)

John F. Olmstead, President

(Printed or typed name and title)

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Corporation Service Company

(Signature of Registered Agent)

8/6/98  
(Date)

If signing on behalf of an entity:

Karen Harris

Assistant Vice President

(Typed or Printed Name)

(Capacity)