


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

03461

**FILED**  
**Mar 17, 1999 8:00 am**  
**Secretary of State**

03-17-1999 90081 001 \*\*\*150.00

|   |                                  |   |   |   |  |
|---|----------------------------------|---|---|---|--|
| <b>PROFIT CORPORATION ANNUAL REPORT 1999</b>  |                                  |  |   | FLORIDA DEPARTMENT OF STATE<br><b>Katherine Harris</b><br>Secretary of State<br>DIVISION OF CORPORATIONS  |  |
| <b>DOCUMENT # P93000020998</b>  |                                  |   |   |   |  |
| 1. Corporation Name<br><b>WORLD OMNI LEASING ASSET-BACKED TWO, INC.</b>   |                                  |   |   |   |  |
| Principal Place of Business<br><b>120 NW 12TH AVE<br/>DEERFIELD BEACH FL 33442</b>  |                                  |   | Mailing Address<br><b>100 NW 12TH AVE<br/>DEERFIELD BEACH FL 33442<br/>US</b> |   |  |
| 2. Principal Place of Business  |                                  | 2a. Mailing Address   |   | 3. Date Incorporated or Qualified<br><b>03/22/1993</b>  |  |
| 21 Suite, Apt. #, etc.  |                                  | 26 <b>100 NW 12th Avenue</b>  |   | 4. FEI Number<br><b>65-0395191</b>  |  |
| 22 City & State   |                                  | 27 City & State   |   | 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>   |  |
| 23 Zip Country  |                                  | 28 <b>Deerfield Beach, FL</b>   |   | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>                              |  |
| 24 Zip Country  |                                  | 29 <b>33442</b>   |   | 8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |
| 9. Name and Address of Current Registered Agent   |                                  |   | 10. Name and Address of New Registered Agent                                  |   |  |
| <b>CT CORPORATION SYSTEM<br/>1200 PINE ISLAND RD<br/>PLANTATION FL 33324</b>  |                                  |   | 81 Name   |   |  |
|   |                                  |   | 82 Street Address (P.O. Box Number is Not Acceptable)                         |   |  |
|   |                                  |   | 83  |   |  |
|   |                                  |   | 84 City <b>FL</b> 85 Zip Code   |   |  |
| 11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes. |                                  |   |   |   |  |
| SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____   |                                  |   |   |   |  |
| 12. OFFICERS AND DIRECTORS  |                                  |   |   |   |  |
| TITLE   | DT                               | <input type="checkbox"/> DELETE   |   |   |  |
| NAME  | ALLEN, TUCKER                    |   |   |   |  |
| STREET ADDRESS  | 100 NW 12TH AVENUE               |   |   |   |  |
| CITY-ST-ZIP   | DEERFIELD BEACH FL               |   |   |   |  |
| TITLE   | S                                | <input type="checkbox"/> DELETE   |   |   |  |
| NAME  | WHELAN, JOHN J                   |   |   |   |  |
| STREET ADDRESS  | 100 NW 12 AVE                    |   |   |   |  |
| CITY-ST-ZIP   | DEERFIELD BCH FL 33442           |   |   |   |  |
| TITLE   | PD                               | <input checked="" type="checkbox"/> DELETE  |   |   |  |
| NAME  | SMITH, DARYL                     |   |   |   |  |
| STREET ADDRESS  | 100 N.W. 12TH AVE.               |   |   |   |  |
| CITY-ST-ZIP   | DEERFIELD BEACH FL 33442         |   |   |   |  |
| TITLE   | V                                | <input type="checkbox"/> DELETE   |   |   |  |
| NAME  | BROWN, COLIN                     |   |   |   |  |
| STREET ADDRESS  | 100 NW 12 AVE                    |   |   |   |  |
| CITY-ST-ZIP   | DEERFIELD BCH FL 33442           |   |   |   |  |
| TITLE   |                                  | <input type="checkbox"/> DELETE   |   |   |  |
| NAME  |                                  |   |   |   |  |
| STREET ADDRESS  |                                  |   |   |   |  |
| CITY-ST-ZIP   |                                  |   |   |   |  |
| TITLE   |                                  | <input type="checkbox"/> DELETE   |   |   |  |
| NAME  |                                  |   |   |   |  |
| STREET ADDRESS  |                                  |   |   |   |  |
| CITY-ST-ZIP   |                                  |   |   |   |  |
| 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12   |                                  |   |   |   |  |
| 1.1 TITLE   | Assistant Secretary              | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition      |   |   |  |
| 1.2 NAME  | Jon A. Brilliant                 |   |   |   |  |
| 1.3 STREET ADDRESS  | 100 NW 12th Avenue               |   |   |   |  |
| 1.4 CITY-ST-ZIP   | Deerfield Beach, FL 33442        |   |   |   |  |
| 2.1 TITLE   | Vice President                   | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition      |   |   |  |
| 2.2 NAME  | Alan J. Browdy                   |   |   |   |  |
| 2.3 STREET ADDRESS  | 100 NW 12th Avenue               |   |   |   |  |
| 2.4 CITY-ST-ZIP   | Deerfield Beach, FL 33442        |   |   |   |  |
| 3.1 TITLE   | Vice President & General Counsel | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition      |   |   |  |
| 3.2 NAME  | Frani DeJaco, Esq.               |   |   |   |  |
| 3.3 STREET ADDRESS  | 100 NW 12th Avenue               |   |   |   |  |
| 3.4 CITY-ST-ZIP   | Deerfield Beach, FL 33442        |   |   |   |  |
| 4.1 TITLE   | Director                         | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition      |   |   |  |
| 4.2 NAME  | Jeffrey B. Shapiro               |   |   |   |  |
| 4.3 STREET ADDRESS  | 801 Brickell Avenue, Ste. 1501   |   |   |   |  |
| 4.4 CITY-ST-ZIP   | Miami, FL 33131                  |   |   |   |  |
| 5.1 TITLE   | See Attached                     | <input type="checkbox"/> Change <input type="checkbox"/> Addition                 |   |   |  |
| 5.2 NAME  |                                  |   |   |   |  |
| 5.3 STREET ADDRESS  |                                  |   |   |   |  |
| 5.4 CITY-ST-ZIP   |                                  |   |   |   |  |
| 6.1 TITLE   |                                  | <input type="checkbox"/> Change <input type="checkbox"/> Addition                 |   |   |  |
| 6.2 NAME  |                                  |   |   |   |  |
| 6.3 STREET ADDRESS  |                                  |   |   |   |  |
| 6.4 CITY-ST-ZIP   |                                  |   |   |   |  |

SIGNATURE: \_\_\_\_\_

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (11/98)

WORLD OMNI LEASING ASSET-BACKED TWO, INC.  
P93000020998

02/05/99

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OFFICERS AND DIRECTORS WITH BUSINESS ADDRESS

World Omni Leasing Asset-Backed Two, Inc.

| Name                         | Title                            | Business  |
|------------------------------|----------------------------------|---|
| A. Tucker Allen              | Director<br>Treasurer            | 100 NW 12th Avenue<br>Deerfield Beach, FL 33442   |
| Jon A. Brilliant             | Assistant Secretary              | 111 NW 12th Avenue<br>Deerfield Beach, FL 33443   |
| Alan J. Browdy               | Vice President                   | 100 NW 12th Avenue<br>Deerfield Beach, FL 33442   |
| Colin W. Brown, Esq.         | Director                         | 100 NW 12th Avenue<br>Deerfield Beach, FL 33442   |
| Frani B. DeJaco, Esq.        | Vice President & General Counsel | 120 NW 12th Avenue<br>Deerfield Beach, FL 33442   |
| Patrick C. Ossenbeck         | Assistant Treasurer              | 100 NW 12th Avenue<br>Deerfield Beach, FL 33442   |
| Jeffrey B. Shapiro, Esq.     | Director                         | Herzfeld & Rubin<br>801 Brickell Avenue, Suite 1501<br>Miami, FL 33131                            |
| Christopher C. Wheeler, Esq. | Director                         | Proskauer Rose Goetz & Mendelsohn LLP<br>2255 Glades Road, Suite 340 West<br>Boca Raton, FL 33431 |
| John J. Whelan               | Secretary                        | 100 NW 12th Avenue<br>Deerfield Beach, FL 33442   |