

DO NOT PUBLISH  
THIS SECTION  
AZ CORPORATION COMMISSION  
FILED

AZ Corp. Commission



03622187

1. The corporate name must contain a corporate ending which may be "corporation," "association," "company," "limited," "incorporated" or an abbreviation of any of these words. If you are the holder or assignee of a tradename or trademark, attach a Trade Name Certificate. If your name is not available for use in Arizona, you must adopt a fictitious name and provide a resolution adopting the name, which must be executed by the corporation Secretary.

3. You must provide the total duration in years for which your corporation was formed to endure. If perpetual succession, so indicate in this section. Do not leave blank, or state 'not applicable'.

4. If the state or country of incorporation does not require an address to be maintained, provide the street address of the statutory agent in the state or country of incorporation.

5. The statutory agent must provide a street address. If statutory agent has a P.O. Box, then they must also provide a physical street address/location.

OCT 05 2011

APPLICATION FOR AUTHORITY  
TO TRANSACT BUSINESS  
IN ARIZONA

Pursuant to A.R.S. § 10-1503

AZ CORPORATION COMMISSION  
FILED

AUG 23 2011

FILE NO. F-17043438

FILE NO. F-17043438

The name of the corporation is: LeaseTeam, INC

A(n) Nebraska Corporation  
(State or Country)

☒ We are a foreign corporation applying for authority to transact business in the state of Arizona.

1. The exact name of the foreign corporation is:

LeaseTeam, Inc.

If the exact name of the foreign corporation is not available for use in this state, then the fictitious name adopted for use by the corporation in Arizona is:

\_\_\_\_\_(FN).

2. The name of the state or country in which the foreign corporation is incorporated is:

Nebraska

3. The foreign corporation was incorporated on the 10<sup>th</sup> day of January  
1989 and the period of its duration is: Perpetual

4. The street address of the principal office of the foreign corporation in the state or country of its incorporation is:

4139 South 143 Circle

OMAHA NE 68137

5. The name and street address of the statutory agent for the foreign corporation in Arizona is:

Jesse Johnson

1741 E. Detroit Street

Chandler AZ 85225

DO NOT PUBLISH  
THIS SECTION

5.b. Indicate to which address general correspondence should be mailed.

6. If the purpose of your corporation has any limitations please indicate. If not, state no limitations or leave blank.

8. The total number of shares authorized (not issued) cannot be blank or "Not Applicable." The number must match Articles of Incorporation in domicile state.

- 5.a. The street address of the known place of business of the foreign corporation in Arizona IF DIFFERENT from the street address of the statutory agent is:

None

- 5.b. General correspondence should be mailed to the address specified above in section 4 X or section 5a \_\_\_\_\_.

6. The purpose of the corporation is to engage in any and all lawful business in which corporations may engage in the state or country under whose law the foreign corporation is incorporated, with the following limitations if any:

7. The names and business addresses of the current directors and officers of the foreign corporation are: (Attach additional sheets if necessary.)

Name: Russel Hallberg President [title]

Address: 4139 South 143 Circle

City, State, Zip OMAHA NE 68137

Name: Randy Haug Vice President [title]

Address: 4139 South 143 Circle

City, State, Zip OMAHA, NE 68137

Name: Russel Hallberg Director [title]

Address: 4139 South 143 Circle

City, State, Zip OMAHA NE 68137

8. The foreign corporation is authorized to issue 100,000 shares, itemized as follows: (Attach additional sheets if necessary.)

100,000 shares of Common [class or series] stock at  
no par value or par value of \$ .01 per share.

\_\_\_\_\_ shares of \_\_\_\_\_ [class or series] stock at  
no par value or par value of \$ \_\_\_\_\_ per share.

\_\_\_\_\_ shares of \_\_\_\_\_ [class or series] stock at  
no par value or par value of \$ \_\_\_\_\_ per share.

**DO NOT PUBLISH  
THIS SECTION**

9. The total number of shares issued cannot be blank or "Not Applicable." If no shares have been issued, put the word "none" or "zero" or the number 0. Include only shares actually issued in this section.

The Application must be accompanied by the following:  
① A Certificate of Disclosure, executed within 30 days of delivery to the Commission, by a duly authorized officer


② A certified copy of your articles of incorporation, all amendments and mergers (AZ Const. Art. XIV, § 8) and a certificate of existence or document of similar import duly authenticated (within 60 days of delivery to A.C.C.) by the official having custody of corporate records in the state or country under whose laws the corporation is incorporated.

The agent must consent to the appointment by signing the consent.

9. The foreign corporation has issued 61,200 shares, itemized as follows:  
61,200 shares of Common [class or series] stock at  
no par value or par value of \$ 1.01 per share.  
\_\_\_\_ shares of \_\_\_\_\_ [class or series] stock at  
no par value or par value of \$ \_\_\_\_\_ per share.  
\_\_\_\_ shares of \_\_\_\_\_ [class or series] stock at  
no par value or par value of \$ \_\_\_\_\_ per share.

10. The character of business the foreign corporation initially intends to conduct in Arizona is:  
Software Sales, Consulting, Support

Dated this 26<sup>th</sup> day of September, 2011.

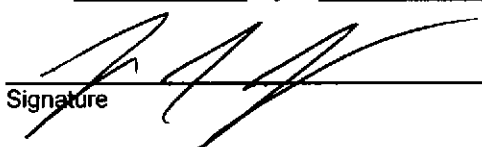
Signature:   
[must be signed by a duly authorized officer]

Russel Hallberg President  
[print name] [title]

PHONE \_\_\_\_\_ FAX \_\_\_\_\_  
[optional] [optional]

**ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT**

The undersigned hereby acknowledges and accepts the appointment as statutory agent of this corporation effective this 26<sup>th</sup> day of September.

Signature   
Jesse J. Johnson  
[Print Name]

[If signing on behalf of a company serving as statutory agent,  
print company name here]

## CERTIFICATE OF DISCLOSURE

A.R.S. §10-202(D) (for-profits and financial institutions) or §10-3202(D) (nonprofits)

LeaseTeam, Inc.  
EXACT CORPORATE NAME

- A. Has any person (i) who is currently an officer, director, trustee, incorporator, or (ii) (for-profits and financial institutions only) who controls or holds over 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation been:
1. Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
  2. Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
  3. Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
    - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
    - (b) Involved the violation of the consumer fraud laws of that jurisdiction; or
    - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes \_\_\_\_\_ No X

B. IF YES, the following information MUST be attached:

1. Full name, prior name(s) and aliases, if used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. The nature and description of each conviction or judicial action, including the date and location, the court and public agency involved and file or cause number of case.

- C. Has any person (i) who is currently an officer, director, trustee, incorporator, or (ii) (for-profits and financial institutions only) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation served in any such capacity or held a twenty per cent interest in any other corporation in any jurisdiction on the bankruptcy or receivership of the other corporation?

Yes \_\_\_\_\_ No X

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the other corporation.
2. Full name (including aliases) and address of each person involved.
3. State(s) in which the other corporation:
  - (a) was incorporated.
  - (b) has transacted business.
4. Dates of corporate operation.
5. Case information for bankruptcy or receivership (date, case number, court).

Under penalties of law, the undersigned incorporator(s)/officer(s)/director(s) declare(s) that I(we) have examined this Certificate, including any attachments, and to the best of my(our) knowledge and belief it is true, correct and complete, and hereby declare as indicated above.  
THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY Russel Hallberg BY \_\_\_\_\_

PRINT NAME Russel Hallberg PRINT NAME \_\_\_\_\_

TITLE President DATE 9/26/11 TITLE \_\_\_\_\_ DATE \_\_\_\_\_

**ARIZONA CORPORATIONS:** ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. If within sixty days any person becomes an officer, director, trustee or (for-profits or financial institutions) person controlling or holding over 10% of the issued and outstanding shares or 10% of any other proprietary, beneficial, or membership interest in the corporation and the person was not included in this disclosure, the corporation must file a SUPPLEMENTAL certificate signed by at least one duly authorized officer of the corporation.

**FOREIGN CORPORATIONS:** MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.

**FINANCIAL INSTITUTIONS:** MUST BE SIGNED BY TWO (2) DULY AUTHORIZED OFFICERS OR DIRECTORS OF THE CORPORATION.

**STATE OF**

**NEBRASKA**



United States of America,  
State of Nebraska } ss.

Department of State  
Lincoln, Nebraska

**I, John A. Gale, Secretary of State of Nebraska do hereby certify;**

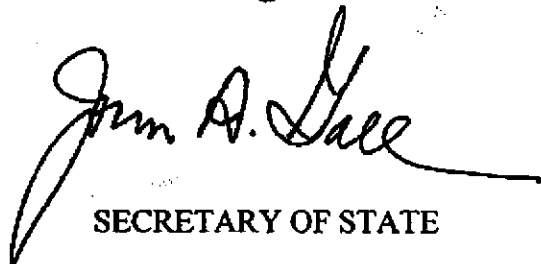
**the attached is a true and correct copy of Articles of Incorporation as  
filed in this office on January 10, 1989, and all amendments thereto of**

**LEASETEAM, INC.**

**with its registered office located in OMAHA, Nebraska.**

**In Testimony Whereof,**

**I have hereunto set my hand and  
affixed the Great Seal of the State of  
Nebraska on August 3, 2011.**

  
SECRETARY OF STATE



**This certificate is not to be construed as an endorsement,  
recommendation, or notice of approval of the entity's  
financial condition or business activities and practices.**

**STATE OF**

**NEBRASKA**



**United States of America,**  
**State of Nebraska** } ss.

**Department of State**  
**Lincoln, Nebraska**

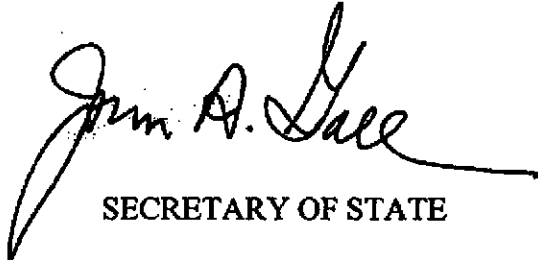
**I, John A. Gale, Secretary of State of Nebraska do hereby certify;**

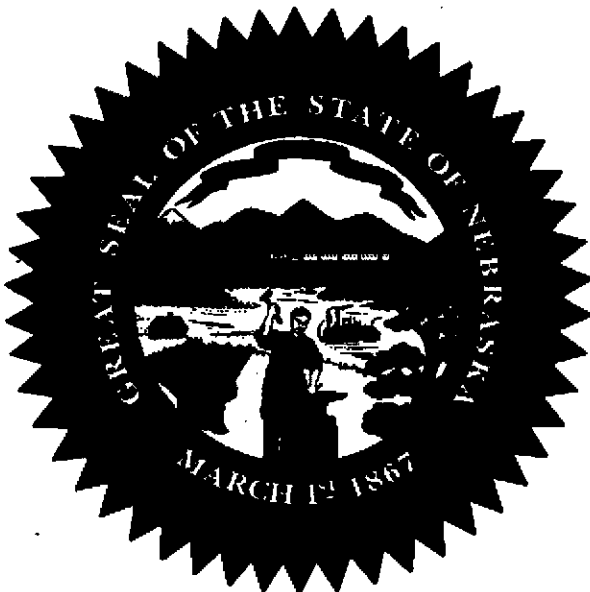
**LEASETEAM, INC.**

**was duly incorporated under the laws of this state on January 10, 1989  
and do further certify that no occupation taxes assessed are unpaid  
and no biennial reports are delinquent; articles of dissolution have not  
been filed and said corporation is in existence as of the date of this  
certificate.**

**In Testimony Whereof,**

**I have hereunto set my hand and  
affixed the Great Seal of the State  
of Nebraska on July 28, 2011.**

  
**SECRETARY OF STATE**



**This certificate is not to be construed as an endorsement,  
recommendation, or notice of approval of the entity's  
financial condition or business activities and practices.**

**ARTICLES OF INCORPORATION**

OF

LEASOTERM, INC.

State of Nebraska  
County of Douglas  
City of Omaha  
I, the undersigned, Secretary of the State of Nebraska, do hereby certify that the foregoing is a true and correct copy of the Articles of Incorporation of Leasoterm, Inc. as filed in my office.  
\$59.00 per page.

**ARTICLE I:** The undersigned, Secretary of the State of Nebraska, do hereby certify that the foregoing is a true and correct copy of the Articles of Incorporation of Leasoterm, Inc. as filed in my office.

**ARTICLE II:** The name of the corporation shall be Leasoterm, Inc.

**ARTICLE III:** The principal office or place of business of the corporation shall be located in Omaha, Douglas County, Nebraska. The initial registered office of the corporation is 1250 South 72nd Street, Suite 1200, Omaha, Nebraska 68124, and the name of the initial registered agent at such address is Timothy J. McReynolds.

**ARTICLE IV:** The authorized common stock of said corporation shall be 10,000 shares of capital stock with a par value of One (\$1.00) dollar per share.

**ARTICLE V:** Stock shall be issued and sold at or over par for cash, other property or services to be evaluated by the Board of Directors. The time, price, manner and method of payment for stock, and the time and terms for issuance thereof shall be determined by the Board of Directors. Stockholders shall have pre-emptive rights to purchase stock of the corporation.

**ARTICLE VI:** The names and street addresses of the incorporator of this Corporation is as follows:

Name	Address
Timothy J. McReynolds	1250 Commercial Federal Tower 2120 South 72nd Street Omaha, NE 68124

**ARTICLE VII:** The nature of the business, and the objects and purposes to be transacted, promoted or carried on are as follows:

1. To engage in and operate a computer software development and/or marketing business and to do and perform all other acts necessary, convenient or incidental to such business.

2. To buy, rent, sell and mortgage all types of real and personal property; to borrow money for any of the purposes of the corporation from time to time without limit as to amount; to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and non-negotiable instruments and evidences of indebtedness, and to secure the payment thereof and of the interest thereon by mortgages on or pledge, conveyance or assignment in trust of the whole or any part of the assets of the corporation, whether at the time owned or thereafter acquired; to guaranty and act as surety for the obligations of third persons.

3. To purchase, hold, sell, transfer, reissue or cancel shares of its own capital stock or of any securities or other obligations of the corporation in the manner and to the extent now or hereafter permitted by the laws of Nebraska.

4. In general, to carry on any business not contrary to the laws of Nebraska, and to have and exercise all the powers conferred by the laws of Nebraska upon corporations formed thereunder, and to do any and all of the acts and things herein provided for to the same extent as natural persons could do, and in any part of the world, either alone or in conjunction with one or more persons, entities, syndicates, partnerships, associations or corporations; to establish and maintain offices and agencies within any anywhere outside of the State of Nebraska; and to exercise all or any of its corporate powers or rights in the State of Nebraska, and in any and all other states, territories, districts, colonies, possessions or dependencies of the United States of America and in any foreign countries.

5. To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein provided for, and to do every other act and thing incidental thereto in connection therewith, provided the same be not forbidden by the laws of Nebraska.

**SEVENTH:** This corporation shall commence its existence upon the filing and recording of the original of these Articles of Incorporation with the Secretary of State of Nebraska, and shall have perpetual existence thereafter.

**EIGHTH:** The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

**NINTH:** The management of this corporation shall be vested in a Board of Directors to be elected by the stockholders, and in a President, Vice-President, Secretary and Treasurer, to be elected by the Board of Directors. Any two offices, except those of President and Vice-President, may be held by one person.



The Board may appoint for additional officers and shall fix the compensation therefor.

The annual meeting of the stockholders shall be held on the first day of the year. The annual meeting of the Board of Directors shall be held immediately following the annual meeting of the stockholders, at which time the directors shall elect the officers who shall hold their offices for the term of one year, or until their successors are elected and qualify.

Vacancies occurring in the Board of Directors shall be filled by the Board, and the directors so appointed shall hold office until the next annual election.

The stockholders and directors may hold their meetings and have the office or offices of the corporation within or outside of the State of Nebraska.

**ARTICLE III:** The initial By-Laws shall be adopted by the stockholders. Thereafter By-Laws may be adopted, amended or repealed either by the stockholders or by the Board of Directors.

**RESERVED:** The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights herein conferred upon stockholders or others are granted subject to this reservation.

I, the undersigned, being the Incorporator of said corporation, do execute these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this 9th day of January, 1989.

  
Timothy S. McReynolds, Incorporator

RECEIVED  
FEB 16 1989  
SECRETARY OF STATE

Sub. No. 12, being duly sworn to and filed for record of the Midlands Business Journal, a legal weekly newspaper published in the City of Omaha, Douglas County, Nebraska, printed in the English language, having a bona fide circulation in Douglas County in excess of 300 copies for more than 52 weeks last past, that the printed notice attached hereto was published in said Midlands Business Journal for 4 consecutive weeks, beginning on January 20, 19 89, and ending on February 3, 19 89, and said newspaper was during that time and has since been in general circulation in said County and State, and that said newspaper was printed in whole or in part in the office maintained at place of publication.

*[Signature]*  
Subscribed in my presence, and sworn to before me this 3rd day of February 19 89.  
*[Signature]*  
Notary Public

NOTARY PUBLIC  
STATE OF NEBRASKA  
COMMISSION EXPIRES 02-28-92

Copies of this Publication have been filed in the office of:  
County Clerk ☐ Clerk of Dist. Court ☐ County Clerk ☒ Sec. State ☐

Form 3-76

**DOMESTIC**  
**CHANGE OF REGISTERED AGENT AND/OR REGISTERED OFFICE**  
(Submit in Duplicate)

**TOSIALEN J. DEERMANH, Secretary of State, Lincoln, Nebraska 68509**

The following corporation, pursuant to the laws of the State of Nebraska, does hereby wish to change its Registered Agent and/or Registered Office in the State of Nebraska.

LeaseTeam, Inc.  
Name of Corporation

**Before Change:**

Registered Agent: Timothy J. McKeynolds

Registered Office: 2120 South 72nd Street, Suite 1250 Nebraska 68124  
Street Address City County Zip Code  
Omaha Douglas

The following change of registered office, registered agent, or both, were authorized by a resolution duly adopted by the board of directors on the 15 day of November 1990.

The registered office of this corporation in Nebraska shall be 407 South 27th Avenue  
Street Address  
Omaha Douglas Nebraska 68131  
City County Zip Code  
and the registered agent  
at such address shall be Russel F. Hallberg  
Name of Registered Agent

\*Address shall be complete, using full street address. A box number is acceptable only in those cases where street addresses are not available.

Such statement shall be executed by the corporation by its president or a vice president:

Dated: 11/15/90

President: \_\_\_\_\_

or

Vice President: Russel F. Hallberg

NOV 19 1990

If the Secretary of State finds that such statement conforms to the provisions of sections 21-2001 to 21-20,144, he shall file such statement in his office. The duplicate statement, bearing the date of filing in the office of the Secretary of State shall be recorded in the office of the county clerk of the county where the registered office of the corporation is located in Nebraska. If the statement changes the location of the registered office to another county, the statement bearing the date of the filing in the office of the Secretary of State shall be filed in both counties.

Filing Fee: \$18.00

CS \$18.00 pd.

648

STATEMENT OF CANCELLATION OF REACQUIRED SHARES

(Prepare in Duplicate)

LESETEAM, INC.

THIS STATEMENT OF CANCELLATION OF REACQUIRED SHARES, REACQUIRED; CANCELLATION; STATEMENT; FILING. The corporation may at any time, by resolution of its board of directors, cancel all or any part of the shares so reacquired, or any class reacquired by it, other than redeemable shares redeemed or purchased, and in such event a statement of cancellation shall be filed and recorded as provided in this section.

NOV 29 1990

LESETEAM, INC.

Name of the Corporation

(b) The number of reacquired shares canceled by resolution duly adopted by the board of directors, itemized by classes and series, and the date of its adoption:

Reacquired Shares	Class and Series	Date	Secretary of State
100	Common	11/15/90	12.00 fee

(c) The aggregate number of issued shares, itemized by classes and series, after giving effect to such cancellation:

Issued Shares	Class and Series	Date
900	Common	11/15/90

(d) The amount, expressed in dollars, of the stated capital of the corporation after giving effect to such cancellation: \$ 900.00

This statement of cancellation shall be executed by the corporation by its president or vice president and by its secretary or an assistant secretary, signatures of two officers required:

Date: November 21, 1990

1) *[Signature]*  
President or Vice President

2) *[Signature]*  
Secretary or Assistant Secretary

Duties of the Office of the Secretary of State

(2) The original and duplicate copy of such statement of cancellation shall be delivered to the Secretary of State, who shall, when all fees provided by law shall have been paid:

- File the original in his office; and
- Return to the corporation or its representative the duplicate copy stamped with the date of filing in the office of Secretary of State.

Duties of the Officers of the Corporation Filing Statement

The duplicate copy of such statement of cancellation bearing the date of filing in the office of the Secretary of State shall be recorded in the office of the county clerk of the county where the registered office of the corporation is located in this state.

Upon filing and recording in the office of the Secretary of State of such statement of cancellation, the stated capital of the corporation shall be deemed to be reduced by that part of the stated capital which was, at the time of such cancellation, represented by the shares so canceled, and the shares so canceled shall be restored to the status of authorized but unissued shares.

Nothing contained in this section shall be construed to forbid a cancellation of shares or a reduction of stated capital in any other manner permitted by sections 21-2001 to 21-2015A.

**CERTIFICATE OF REVIVAL OR RENEWAL  
OF A DOMESTIC OR NONPROFIT CORPORATION**

MAY 10 1995

Scott Moore  
Secretary of State  
1301 State Capitol  
P.O. Box 94608  
Lincoln, Nebraska 68509  
402-471-4079

25508  
STATE OF NEBRASKA } SC  
SECRETARY'S OFFICE  
Received and filed for record  
and records & annual roll No. 15-9 at page 1092

Submit in Duplicate

By KS Secretary of State 48.74 pd

Name of Corporation Lease Team, INC.  
organized under the laws of the State of Nebraska.

The existence of this corporation became inoperative on 4/16, 19 95  
because of dissolution by the office of Secretary of State by expiration of existence, or for  
nonpayment of occupational taxes. The revival of this corporation shall be perpetual unless  
sooner dissolved by proper action of its stockholders, or by due process of law.

Registered Agent: Paul C. Jensen

Registered Office: One Pacific Place, #800, 1125 S 103rd St. Omaha, NE 68124  
Street Address City Zip

**FILING FEES**

Domestic Revival...\$35.00  
Nonprofit Revival...\$20.00

**SIGNATURE OF AT LEAST TWO OFFICERS  
REQUIRED:**

President: [Signature]

Secretary: [Signature]

Treasurer: \_\_\_\_\_

**CERTIFICATE OF GOOD STANDING IN THE STATE OF NEBRASKA**

I, SCOTT MOORE, Secretary of State, do hereby certify the above named corporation to be  
in good standing.

IN TESTIMONY WHEREOF, the Secretary of State of Nebraska has hereby affixed his signa-  
ture or facsimile thereof and seal on the date set out in the recording data.

(State Seal)

STATEMENT OF CANCELLATION OF REACQUIRED SHARES  
(Prepare in Duplicate)

AUG 3 1995

LESETEAM, INC. 1995-1996: SHARES REACQUIRED; CANCELLATION STATEMENT;  
The corporation may at any time, by resolution of its board of directors, cancel all or any part of the shares of the corporation of any class authorized by its other than redeemable shares previously purchased, and its cancellation statement of cancellation shall be filed and recorded as provided in this section.

STATE OF NEBRASKA  
SECRETARY'S OFFICE  
Registered & filed for record  
and recorded on 8/3/95 at 12:00 PM  
8/3/95

(a) LESETEAM, INC.  
Name of the Corporation

(b) The number of reacquired shares canceled by resolution duly adopted by the board of directors, identified by class and series, and the date of its adoption:

Reacquired Shares	Class and Series
300	COMMON

Secretary of State  
By Date 7/20/95

(c) The aggregate number of issued shares, itemized by classes and series, after giving effect to such cancellation:

Issued Shares	Class and Series
600	COMMON

Date 7/20/95

(d) The amount, expressed in dollars, of the stated capital of the corporation after giving effect to such cancellation: \$ 600.00

The statement of cancellation shall be executed by the corporation by its president or vice president and by its secretary or an assistant secretary, signatures of two officers required:

Date: 7/20/95

1) [Signature]  
President or Vice President

2) [Signature]  
Secretary or Assistant Secretary

Duties of the Office of the Secretary of State

- (2) The original and duplicate copy of such statement of cancellation shall be delivered to the Secretary of State, ~~and shall~~ when all fees provided by law shall have been paid:
- (a) File the original in his office; and
  - (b) Return to the corporation or its representative the duplicate copy stamped with the date of filing in the office of Secretary of State.

Duties of the Officers of the Corporation Filing Statement

The duplicate copy of such statement of cancellation bearing the date of filing in the office of the Secretary of State shall be recorded in the office of the county clerk of the county where the registered office of the corporation is located in this state.

Upon filing and recording in the office of the Secretary of State of such statement of cancellation, the stated capital of the corporation shall be deemed to be reduced by that part of the stated capital which was at the time of such cancellation represented by the shares so canceled, and the shares so canceled shall be restored to the status of authorized but unissued shares.

Nothing contained in this section shall be construed to forbid a cancellation of shares or a reduction of stated capital in any other manner permitted by sections 21-2001 to 21-20,134.

APR 6 1996

44946  
STATE OF NEBRASKA  
SECRETARY'S OFFICE

Received and filed for record  
as recorded on film roll No. 933  
at page 933

**DOMESTIC  
CHANGE OF REGISTERED AGENT AND/OR REGISTERED OFFICE**  
Submit in Duplicate

Scott Moore, Secretary of State  
Room 1301 State Capitol, P.O. Box 94608  
Lincoln, Nebraska 68509

By Scott Moore  
Secretary of State  
8:15 a.m.

The following corporation, pursuant to the laws of the State of Nebraska, does hereby wish to change its Registered Agent and/or Registered Office.

Name of Corporation LEASETEAM, INC.

**Current:**

Registered Agent: PAUL C. JESSEN

Registered Office: 1125 SOUTH 103 STREET, SUITE 800, OMAHA, DOUGLAS COUNTY, NEBRASKA 68124.

**New:**

Registered Agent: RUSSEL E. HALLBERG

Registered Office: 10802 FARNAM DRIVE, SUITE 120, OMAHA, DOUGLAS COUNTY, NEBRASKA 68154

\*The Business Corporation Act requires that the street address of the registered office and the street address of the registered agent be identical.

Dated: 4/1, 1996.

Russel E. Hallberg  
Signature

RUSSEL E. HALLBERG, PRESIDENT  
Printed Name and Title

Note: The Business Corporation Act requires that every filing be signed by the chairperson of the board of directors, the president, or one of the officers of the corporation. If the corporation has not yet been formed or directors have not yet been selected, the filing shall be signed by an incorporator. If the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary, the filing shall be signed by that fiduciary.

Registered Agent: Please circle A (current agent) or B (new agent) below and sign

A. I hereby state that the above named corporation has been notified of the change in address of my registered office

☒ B. I hereby consent to act as the registered agent for the above named corporation

Russel E. Hallberg  
Signature of Registered Agent

FILING FEE: \$30.00

ARTICLES OF AMENDMENT AND RESTATEMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
LEASETEAM, INC.

NOV 05 1997  
STATE OF NEBRASKA  
SECRETARY'S OFFICE  
Received filed and recorded on  
Nov 11/97  
at page 321  
Secretary of State  
CH 350 12/21/97

Pursuant to the provisions of the Business Corporation Act of the State of Nebraska, the undersigned Corporation adopts the following Articles of Amendment and Restatement of its Articles of Incorporation:

- FIRST:** The name of the Corporation is LeaseTeam, Inc.
- SECOND:** The Amended and Restated Articles of Incorporation, attached hereto as Exhibit "A", provide for a decrease to the par value of the common capital stock of the Corporation from \$1.00 per share to \$0.01 per share, an increase to the number of authorized shares of common capital stock from 10,000 shares to 200,000 shares and authorize the existence and issuance of voting common capital stock and nonvoting common capital stock.
- THIRD:** Pursuant to a certain Plan of Recapitalization, which was unanimously adopted by the Shareholders and Board of Directors of the Corporation, each of the existing Shareholders of the Corporation shall surrender all of his or her presently held shares of common capital stock of the Corporation and shall receive shares of voting common capital stock in exchange therefor.
- FOURTH:** The Amended and Restated Articles of Incorporation were adopted by the Shareholders and Board of Directors of the Corporation by consent effective October 1, 1997. The Shareholders voted in the following manner:
- | Total No. of Outstanding Shares<br>and Votes Entitled to be Cast | Total No. of Votes Cast<br>For | Against |
|--|--------------------------------|---------|
| 600 common capital shares  | 600                            | 0       |
- FIFTH:** The text of the Amended and Restated Articles of Incorporation of the Corporation is set forth as Exhibit "A" attached hereto.

DATED effective October 1, 1997.

LEASETEAM INC.

By Russel F. Halberg  
Russel F. Halberg, President



**EXHIBIT "A"**

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
LEASETEAM, INC.**

**ARTICLE I**

The name of the corporation shall be LeaseTeam, Inc.

**ARTICLE II**

The aggregate number of shares which the corporation shall have the authority to issue shall be one hundred thousand (100,000) shares of voting common capital stock and one hundred thousand (100,000) shares of nonvoting common capital stock the par value of each of said shares shall be One Cent (\$0.01). All shares of voting and nonvoting common capital stock shall be identical in all respects, except that the shares of nonvoting common capital stock shall carry no right to vote on any matter presented to the shareholders for their vote or approval except only as the laws of the State of Nebraska require that voting rights be granted to such nonvoting shares.

**ARTICLE III**

The shareholders of the corporation shall not have a preemptive right to acquire the unissued shares of the corporation.

**ARTICLE IV**

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for any action taken, or any failure to take action as a director except for liability (i) for the amount of financial benefit received by a director to which he or she is not entitled; (ii) for intentional infliction of harm on the corporation or its shareholders; (iii) for a violation of Neb. Rev. Stat. §21-2088; and (iv) for an intentional violation of criminal law.

**ARTICLE V**

The address of the corporation's initial registered office is 10802 Farnam Drive, Suite 120, Omaha, Douglas County, Nebraska 68154 and the name of the initial registered agent at such address shall be Russel F. Halberg.

DATED effective October 1, 1997

LEASETEAM, INC.

  
Russel F. Halberg, President

6495110

# THE DAILY RECORD OF OMAHA

RONALD A. HENNINGSEN, Publisher  
PROOF OF PUBLICATION

UNITED STATES OF AMERICA,  
The State of Nebraska,  
District of Nebraska,  
County of Douglas,  
City of Omaha,

RECEIVED

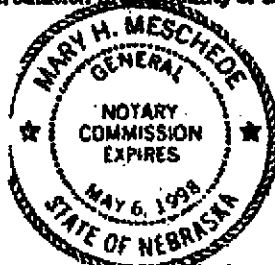
DEC 3 1997

SECRETARY OF STATE  
CORPORATION DIVISION

JOHN P. EGLSAER, being duly sworn, deposes and says that he is ADVERTISING MANAGER of THE DAILY RECORD, of Omaha, a legal newspaper, printed and published daily in the English language, having a bona fide paid circulation in Douglas County in excess of 300 copies, printed in Omaha, in said County of Douglas, for more than fifty-two weeks last past; that the printed notice hereto attached was published in THE DAILY RECORD, of Omaha, for 3 consecutive weeks on:

November 11 thru December 2, 1997

That said Newspaper during that time was regularly published and in general circulation in the County of Douglas, and State of Nebraska.



Publisher's Fee \$ 46.62  
Additional Copies \$ \_\_\_\_\_  
Filing Fee \$ \_\_\_\_\_  
Total \$ 46.62

*John P. Eglsaer*  
Subscribed in my presence and sworn to before  
me this 2nd day of December 19 97  
*[Signature]*  
Notary Public in and for Douglas County,  
State of Nebraska

**CIFICATE OF REVIVAL OR RENEWAL  
DOMESTIC CORPORATIONS**

Scott Moore, Secretary of State  
Room 1305 State Capitol, P.O. Box 94608  
Lincoln, NE 68509  
<http://www.nol.org/home/SOS/>

Submit in Duplicate

Name of Corporation LeaseTeam, INC

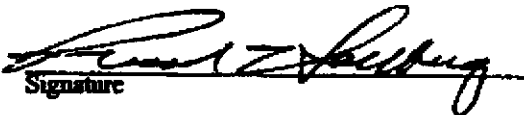
The corporation was dissolved by the Secretary of State on April 16 1999

for (check one) ☒ A. Nonpayment of occupational taxes

☐ B. Failure to maintain a registered agent ☐ C. Expiration of corporate existence

The above named grounds for dissolution either did not exist or have been eliminated and the corporate name complies with the requirements of Neb. Rev. Stat. 21-2028.

DATED 6/1/99

  
Signature

Russell Hallberg President  
Printed Name/Title

NOTE: Every filing must be signed by the chairperson of the board of directors, the president, or one of the officers of the corporation. If the corporation has not yet been formed or directors have not yet been selected, the filing shall be signed by an incorporator. If the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary, the filing shall be signed by that fiduciary.

FILING FEE: \$30.00

**CERTIFICATE OF REINSTATEMENT**

I, SCOTT MOORE, Secretary of State, do hereby cancel the certificate of dissolution and reinstate the above named corporation as a corporation in good standing to do business in the State of Nebraska, and further state that the grounds for dissolution of the corporation did not exist or have been eliminated.

IN TESTIMONY WHEREOF, I do hereby affix my signature or a facsimile thereof and seal.

(State Seal)

**DOMESTIC CHANGE OF  
REGISTERED AGENT and/or OFFICE**  
Submit in Duplicate

Scott Moore, Secretary of State  
Room 1305 State Capitol, P.O. Box 94608  
Lincoln, NE 68509  
<http://www.nol.org/home/SOS/>

The following corporation, pursuant to the laws of the state of Nebraska, does hereby wish to change its Registered Agent and/or Registered Office.

Name of Corporation LeaseTeam, Inc

**Previous:**

cap record show  
Registered Agent: same Russell E. Hallberg

Registered Office: 10802 Farnam Dr Omaha NE 68154  
Street Address #120 City Zip

**New:**

Registered Agent: same

Registered Office\*: 11510 Bordo St Omaha NE 68164  
Street Address #200 City Zip

\* The street address of the registered office and the street address of the registered agent must be identical.

DATED 8/27/99

Russell E. Hallberg  
Signature  
Russell E. Hallberg President  
Printed Name/Title

NOTE: Every filing must be signed by the chairperson of the board of directors, the president, or one of the officers of the corporation. If the corporation has not yet been formed or directors have not yet been selected, the filing shall be signed by an incorporator. If the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary, the filing shall be signed by that fiduciary.

Registered Agent: Please check A (current agent) or B (new agent) below and sign

☒ A. I hereby state that the above named corporation has been notified of the change in address of my registered office.

☐ B. I hereby consent to act as registered agent for the above named corporation.

Russell E. Hallberg  
Signature of Registered Agent

FILING FEE: \$30.00

**DOMESTIC CHANGE OF  
REGISTERED AGENT and/or O**

Submit in Duplicate

John A. Gale, Secretary of State  
Room 1301 State Capitol P.O. Box 94608  
Lincoln, NE 68509  
<http://www.sos.state.ne.us>



The following corporation, pursuant to the laws of the state of Nebraska, does hereby wish to change its Registered Agent and/or Registered Office.

Name of Corporation LEASETEAM, INC.

0995110

**Previous:**

Registered Agent: RUSSELL F. HALLBERG

Registered Office: SUITE 200  
11510 BLONDO ST OMAHA NE 68164  
Street Address City Zip

**New:**

Registered Agent: Russel F Hallberg

Registered Office\*: 4134 S. 143 Circle OMAHA NE 68137  
Street Address City Zip

\* The street address of the registered office and the street address of the registered agent must be identical.

DATED

4-25-06

Signature

Russel F Hallberg President  
Printed Name/Title

NOTE: Every filing must be signed by the chairperson of the board of directors, the president, or one of the officers of the corporation. If the corporation has not yet been formed or directors have not yet been selected, the filing shall be signed by an incorporator. If the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary, the filing shall be signed by that fiduciary.

Registered Agent: Please check A (current agent) or B (new agent) below and sign

☒ A. I hereby state that the above named corporation has been notified of the change in address of my registered office.

☐ B. I hereby consent to act as registered agent for the above named corporation.

Signature of Registered Agent

FILING FEE: \$30.00

Revised 12/19/2000

Neb. Rev. Stat. §21-2032