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Cook County Recorder 41.00

File Number 6145-667-8



State of Illinois
Office of
The Secretary of State

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2718

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF THE CIT GROUP/EQUIPMENT FINANCING, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 30TH day of JANUARY A.D. 2001 and of the Independence of the United States the two hundred and 25TH



Jesse White

Secretary of State

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BT 1/1/2010

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
<http://www.sos.state.il.us>

This space for use by Secretary of State

This space for use by
Secretary of State

RECEIVED

JAN 30 2001

JESSE WHITE
SECRETARY OF STATE

Date 01-30-01
License Fee \$
Franchise Tax \$ 18,911.30
Filing Fee \$ 75.00
Penalties \$
Approved: NR \$ 18,986.30

Payment must be made by
certified check, cashier's check,
Illinois attorney's check, Illinois
C.P.A.'s check or money order
payable to "Secretary of State."

1. (a) CORPORATE NAME: The CIT Group/Equipment Financing, Inc.

(Complete item (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware

(b) Date of Incorporation: November 28, 2000

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: 650 CIT Drive, Livingston, New Jersey
(b) Address of principal office in Illinois: None
(if none, so state)

07039

4. Name and address of the registered agent and registered office in Illinois.
Registered Agent C T Corporation System
First Name Middle Name Last Name

Registered Office c/o C T Corporation System, 208 S. La Salle Street
Number Street Suite #
Chicago 60604 Cook
City ZIP Code County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
See attached list of jurisdictions where now qualified.

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President	<u>see attached list of officers</u>			
Secretary	<u> </u>			
Director	<u>see attached list of directors</u>			
Director	<u> </u>			
Director	<u> </u>			

If more than 3, attach list

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7. Purpose or purposes proposed to be pursued in transacting business in this state: (If not sufficient space to cover this point, add one or more sheets of this size.)

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the General Corporation Law of the state of Delaware and permitted under the Illinois Business Corporation Act.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common	(No series)	\$0.01	1,000	200

9. Paid-in Capital: \$327,953,380

("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

- 10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 11,591,863,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 488,681,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 4,893,426,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 145,064,000

11. Interrogatories: (Important— this section must be completed.)

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: Office: 650 CIT Drive, Livingston, New Jersey 07039.
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 200
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK)

Dated 1/17 2001 The CIT Group/Equipment Financing, Inc.
 (Month & Day) (Year) (Exact Name of Corporation)

attested by [Signature] by [Signature]
 (Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

John Fall, Secretary Richard D'Annunzio, Vice President
 (Type or Print Name and Title) (Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

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Appendix to Illinois
Application for Certificate of Authority to Transact Business in Illinois

Jurisdictions Where Now Admitted or Qualified for The CIT Group/Equipment Financing, Inc.

States where qualified: Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, D.C., Florida, Georgia, Hawaii, Idaho, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Puerto Rico, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming.

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THE CIT GROUP/EQUIPMENT FINANCING, INC. (DE)
BOARD OF DIRECTORS

Johnny D. Burr
Richard A. D'Annunzio
John Fall
Donald C. Harms
Robert J. Merritt
Donal R. Ratigan

Address for all officers and directors
is as follows: 650 CIT Drive
Livingston, NJ 07039

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THE CIT GROUP/EQUIPMENT FINANCING, INC. (DE)
OFFICER LISTING

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BOX 170

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<u>Name</u>	<u>Title</u>
Robert J. Merritt	Chairman of the Board
Johnny D. Burr	President
John J. Fischer, Jr.	President
Donal R. Ratigan	President
Donald C. Harms	Executive Vice President, Chief Credit Officer & Assistant Secretary
Charles J. Albright	Executive Vice President
Jack Beatty	Executive Vice President
Roy Keller	Executive Vice President
Richard Masulli	Executive Vice President
John Fall	Senior Vice President, General Counsel & Secretary
Daniel Infante	Senior Vice President & Chief Information Officer
William J. O'Mara	Senior Vice President & Treasurer
Thomas G. Forbes	Senior Vice President
Edward E. Hetherington	Senior Vice President
William Hildebrand	Senior Vice President
Mark Killpack	Senior Vice President
Arthur J. Kimicata	Senior Vice President
Charles T. Lee	Senior Vice President
Richard Light	Senior Vice President
Arthur M. Loewenthal	Senior Vice President
Cynthia Mazzetta	Senior Vice President
Michael J. McGowan	Senior Vice President
Robert Neagle	Senior Vice President
R.L. Reicks	Senior Vice President
Thomas Reilly	Senior Vice President
Ronald Riecks	Senior Vice President
Lyman Russell	Senior Vice President
David R. Selden	Senior Vice President
Thomas Vasilakos	Senior Vice President
Richard A. D'Annunzio	Vice President, Associate General Counsel & Assistant Secretary
Robert W. Ihne	Vice President, Associate General Counsel & Assistant Secretary
James T. Kane	Vice President, Associate General Counsel & Assistant Secretary
Mitchell Neider	Vice President, Associate General Counsel & Assistant Secretary
Steven J. Silver	Vice President, Associate General Counsel & Assistant Secretary
Robert D. Cianciulli	Vice President, Associate General Counsel & Assistant Secretary
Nicholas DeFabrizio	Vice President, Associate General Counsel & Assistant Secretary
Ferlanda Fox Wallace	Vice President, Associate General Counsel & Assistant Secretary
Dennis Kemmer	Vice President, Associate General Counsel & Assistant Secretary
Sharon L. Petrosino	Vice President, Associate General Counsel & Assistant Secretary
Lynn Stenback	Vice President, Associate General Counsel & Assistant Secretary
Thomas J. Ciccarino	Vice President & Assistant Controller
Kevin Higgins	Vice President & Assistant Controller

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David DiStaso	Vice President & Deputy Controller
Joseph Albano	Vice President & Assistant Secretary
Andrew Feldstein	Vice President & Assistant Secretary
Lisa Liban	Vice President & Assistant Secretary
Thomas E. Magrath	Vice President & Assistant Secretary
John P. Sirico, II	Vice President & Assistant Secretary
Edward Alt	Vice President
Anthony P. Amato	Vice President
John Babeuf	Vice President
Harold Begzos	Vice President
Lynn Breinholt	Vice President
Charles H. Brown	Vice President
Gregory Burns	Vice President
Jack Camarda	Vice President
Paul Candler	Vice President
Sander Caravello	Vice President
Rosemarie Chambless	Vice President
Erick Cooper	Vice President
Ruth Cousins	Vice President
Robert Cragin	Vice President
Ann-Margret Crater	Vice President
Carl Criman	Vice President
Richard Crofton	Vice President
George A. Curnow	Vice President
Daniel Curtin	Vice President
Greg L. Dallape	Vice President
Daniel DeVries	Vice President
Gregory Derr	Vice President
Michael P. Derrico	Vice President
John Dorenbecher	Vice President
William Dougherty	Vice President
Thomas Eagen	Vice President
James Edwards	Vice President
George J. Fiore	Vice President
Edward Fleming	Vice President
Mike Flinchbaugh	Vice President
Nancy Fricke	Vice President
Michael P. Gallo	Vice President
Alan Gerber	Vice President
Stephen Gurin, Jr.	Vice President
David R. Hamilton	Vice President
Dana G. Hammond	Vice President
Ray Hendon	Vice President
Hal W. Hitch	Vice President
Thomas D. Horninger	Vice President
Donald Howell	Vice President

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James L. Hudak	Vice President
Sam Z. Jaber	Vice President
David R. Jackson	Vice President
Felita D. Johnson	Vice President
Michael Johnson	Vice President
Anthony Joseph	Vice President
George Keith	Vice President
Paul Kott	Vice President
Michael Lewis	Vice President
Bill Logan	Vice President
Dennis Lordon	Vice President
Thomas D. Lowndes	Vice President
Michael Lyden	Vice President
Richard L. MacDonald, Jr.	Vice President
Jorge Macia	Vice President
Douglas Maher	Vice President
Dennis McClelland	Vice President
Ronald McCray	Vice President
Lee McDermid	Vice President
Sheena McIntosh	Vice President
David L. Menedes	Vice President
Boyd Messmann	Vice President
Charles Miller	Vice President
Michael V. Monahan	Vice President
John C. Nichols, Jr.	Vice President
Jerilyn Nichol森	Vice President
Ruth Nicolai	Vice President
John L. O'Bryan	Vice President
Charles O'Connor	Vice President
James O'Halloran	Vice President
Michael O'Neill	Vice President
Gene R. Offord	Vice President
Kathleen S. Oliver	Vice President
Dennis R. Pankros	Vice President
Thomas Patterman	Vice President
Carol Pelkowski	Vice President
Gerard T. Perry	Vice President
Peter Petropulos	Vice President
James Porterfield	Vice President
Gia Porto-Lenza	Vice President
Ralph E. Potter	Vice President
Steven Pratt	Vice President
David M. Puma	Vice President
Harold Ray	Vice President
Christopher P. Robertson	Vice President
Julie Rogers	Vice President

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Frank R. Rucker, Jr.	Vice President
V. Michael Salatino	Vice President
Mark Saylor	Vice President
Karl Schricker	Vice President
Cecile Segovia	Vice President
Richard G. Seiffert	Vice President
Sidney Sexson	Vice President
James Shewmaker	Vice President
Jack W. Slaline	Vice President
Nicholas M. Small	Vice President
Amy B. Smith	Vice President
William Stanisich	Vice President
William Stoerig	Vice President
William J. Swanson	Vice President
Phillip Trimble	Vice President
Stephen Turpin	Vice President
Paul Usztok	Vice President
David Walter	Vice President
Allan Warton	Vice President
Gary Weber	Vice President
Clyde Yandell	Vice President
John H. Arnett	Assistant Vice President
Sukru Beyhan	Assistant Vice President
Mark A. Bittner	Assistant Vice President
Donald Bius	Assistant Vice President
Barry Blailock	Assistant Vice President
Benjamin Boesch	Assistant Vice President
Fritz Brown	Assistant Vice President
Douglas Clarke	Assistant Vice President
Glen Coldwell	Assistant Vice President
Philip Eberhard	Assistant Vice President
James E. Gerard	Assistant Vice President
Kevin M. Godfrey	Assistant Vice President
Douglas Gresens	Assistant Vice President
Michael Hampton	Assistant Vice President
William G. Hickey	Assistant Vice President
Charles Jones	Assistant Vice President
Stephen McNally	Assistant Vice President
William Minehart	Assistant Vice President
Eric Moore	Assistant Vice President
Timothy Mortimer	Assistant Vice President
Danny Nichols	Assistant Vice President
John E. Palmer	Assistant Vice President
Juliann Pannullo	Assistant Vice President
Dixie Queen	Assistant Vice President
Faye A. Ray	Assistant Vice President

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Katherine Ribarich	Assistant Vice President
Craig Roberts	Assistant Vice President
James Sherwood	Assistant Vice President
Joyce Walker	Assistant Vice President
Deborah A. Wirth	Assistant Vice President
Dennis Cates	Assistant Secretary
Tyler Clement	Assistant Secretary
Lawrence Jones	Assistant Secretary
Robert Knotts	Assistant Secretary
Daniel Koster	Assistant Secretary
R. J. Prokop	Assistant Secretary
Corinne Taylor	Assistant Secretary

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BOX 1718