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1999-12-02 16:24:34
Cook County Recorder 27.00

File Number 6077-536-2



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Property of Cook County Clerk's Office

State of Illinois

Office of The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF TCF LEASING, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF MINNESOTA 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 22ND day of NOVEMBER A.D. 1999 and of the Independence of the United States the two hundred and 24TH .



Jesse White

Secretary of State
RECORDING DESK
BOX 170

Form **BCA-13.15**
(Rev. Jan. 1999)

APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE!

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

FILED

NOV 22 1999

JESSE WHITE
SECRETARY OF STATE

This space for use by
Secretary of State

Date 11-22-99

License Fee \$

Franchise Tax \$ 25.00

Filing Fee \$ 75.00

Penalties \$

Approved: [Signature]

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: TCF Leasing, 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.)

EXPEDITED

NOV 22 1999

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

(b) Date of Incorporation: June 11, 1999

(c) Period of Duration: perpetual

SECRETARY OF STATE

3. (a) Address of the principal office, wherever located: _____ (b) Address of principal office in Illinois: _____

11100 Wayzata Boulevard-Suite 801 (If none, so state) no office in Illinois
Minnetonka, MN 55305

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)

Minnesota, Georgia, Michigan, Colorado

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President				
Secretary	* SEE ATTACHED *			
Director				
Director				
Director				

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.)

to engage in the business of originating and acquiring personal property leases and loans

8. Authorized and issued shares:

Table with 5 columns: Class, Series, Par Value, Number of Shares Authorized, Number of Shares Issued. Row 1: Common, ---, .01, 1,000,000, 1,000

9. Paid-in Capital: \$ 5,000,000
("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: \$ 65,521,000
(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: \$ 100
(c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,060,000
(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: \$ 0

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

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: Minnetonka, MN 55305
(b) Number of shares of all classes owned by residents of Illinois: None
(c) Number of shares of all classes owned by non-residents of Illinois: 1,000
(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: N/A

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 NOV 15 1999
(Month & Day) (Year)
attested by [Signature]
(Signature of Secretary or Assistant Secretary)
Joseph T. Green
(Type or Print Name and Title)

TCF Leasing, Inc.
(Exact Name of Corporation)
[Signature]
(Signature of President or Vice President)
by Craig R. Dahl
(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).

TCF LEASING, INC.

Directors

Name

Address

William A. Cooper	801 Marquette Ave., Minneapolis, MN 55402
Gregory J. Pulles	4625 Xene Lane N., Plymouth, MN 55446
Barry N. Winslow	412 River Street, Minneapolis, MN 55401
Lynn A. Nagorske	4237 Pineview Ln. N., Plymouth, MN 55442
Thomas A. Cusick	965 Edgewood Hill Raod, Wayzata, MN 55391
Neil W. Brown	16508 Blenheim Way, Minnetonka, MN 55345
Craig R. Dahl	10340 Summer Place Drive, Eden Prairie, MN 55347
Mark D. Nyquist	4480 Harbor Place Drive, Shoreview Drive, MN 55126

Officers

Craig R. Dahl, President	10340 Summer Place Drive, Eden Prairie, MN 55347
Mark D. Nyquist, SVP	4480 Harbor Place Drive, Shoreview Drive, MN 55126
Neil W. Brown, Treasurer	16508 Blenheim Way, Minnetonka, MN 55345
Mark Lund, Assistant Treasurer	2114 W. 53 rd Street, Minneapolis, MN 55419
Joseph T. Green, Secretary and General Counsel	4631 Bruce Ave., Edina, MN 55424

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