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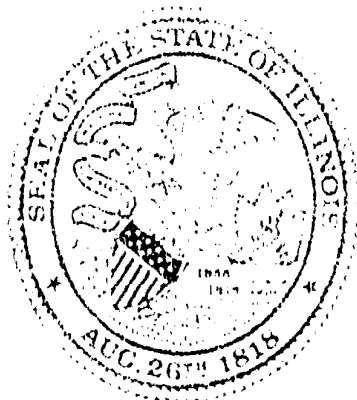


Whereas, APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF
 SIGNAL CAPITAL CORPORATION
 INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN
 FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
 BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

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Now Therefore, I, Jim Edgar, 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* _____ *2nd*
day of MARCH *AD. 19* 89 *and*
of the Independence of the United States
the two hundred and _____ *13th*.



Jim Edgar

 SECRETARY OF STATE

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BCA-13.40 (Rev. Jul. 1984)

File #

Secretary of State
State of Illinois

Submit in Duplicate

Remit payment in Check or Money
Order, payable to "Secretary of
State":

DO NOT SEND CASH!

APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

This Space For Use By
Secretary of State

Date 3-2-89

License Fee \$

Franchise Tax \$

Filing Fee \$ 25.00

Penalties \$

Clerk *[Signature]*

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Illinois and submits the following statement.

1. The name of the corporation is Signal Capital Credit Corporation

and, if a change of name is being reported, the new corporate name is _____

Signal Capital Corporation

2. State or Country of Incorporation Delaware; Date of Incorporation 6/30/86; Period of Duration Perpetual

3. The address of its principal office, wherever located, is 229 South State Street

Dover, Delaware 19901

and the address of its principal office in Illinois is _____

4. The name and address of its registered agent and its registered office are:

Registered Agent The Prentice-Hall Corporation System, Inc.

First Name Middle Name Last Name

Registered Office 33 North LaSalle Street

Number Street Suite # (A P.O. box alone is not acceptable)

Chicago 60602 Cook

City Zip Code County

5. The states and countries in which it is admitted or qualified to transact business are:

All 51 States

6. The names and residential addresses of its officers and directors are:

	No. & Street	City	State	Zip
President	SEE ATTACHED			
Secretary				
Director				
Director				
Director				

If more than 3, attach list

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10.

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ILLINOIS

Filing Fee \$25

FILED

MAR - 9 1989

JIM EDGAR Secretary of State

Corporation Department Secretary of State Springfield, Illinois 62756 Telephone 217 -- 782-6961

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NOTE: If a certified copy of an amendment is attached hereto, such has an additional \$25 fee.

Dated 11/16, 1989
attested by David J. Herrod
Signature of David J. Herrod (Assistant Secretary)
Patrick J. Link
Signature of Patrick J. Link (Type or Print Name and Title)
(Type or Print Name and Title)

10. This application is accompanied by a copy of the articles of amendment to the articles of incorporation, if any, as evidence of any change of name, duration or purpose reported herein, such copy being duly authenticated by the proper officer of the State or Country wherein the corporation is incorporated, which certification is not more than ninety (90) days old.
The undersigned corporation has caused this application to be signed in its name by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

9. The amount of paid-in capital is \$ 1,003.
Paid-in Capital replaces the terms Standard Capital & Paid-in Surplus and is equal to the total of these accounts.

A declaration as to a "par value" is optional, unless the articles of incorporation make a declaration. When no reference to par value is desired, indicate "n/a".

Table with 4 columns: Class, Par Value, Number of Shares Authorized, Number of Shares Issued. Rows for Common (\$1.00) and Preferred (.01c).

8. The number of shares which it is authorized to issue and which it has issued are:

Financing and Leasing

7. The purpose or purposes for which it is organized and which it proposes to pursue in the transaction of business in this State are:
If not sufficient space to cover this point, add one or more sheets of this size

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SIGNAL CAPITAL CORPORATION

(Formerly: Signal Capital Credit Corporation)
(Delaware - 6/30/86)

BUSINESS ADDRESS: Liberty Lane, Hampton, NH 03842

DIRECTORS

Rod F. Danneberg
11 Baneberry Lane
Riverwoods, IL 60015

John W. Stanger
72 Perkins Road
Greenwich, CT 06830

Richard D. Rizzo
12 Algonquin Avenue
Andover, MA 01810

Gary M. Hill
4033 Ellington Avenue
Western Springs, IL 60558

OFFICERS

John W. Stanger
Chairman
72 Perkins Road
Greenwich, CT 06830

Richard D. Rizzo
President
12 Algonquin Avenue
Andover, MA 01810

William D. Evans
Senior Vice President
21 Chestnut Street
Weston, MA 02193

Jeffrey R. Blum
Vice President,
Administration
RFD 1
Newmarket, NH 03857

OFFICERS

Patrick J. Link
Vice President, Secretary and
General Counsel
11 River Road
Hampton Falls, NH 03844

James M. Manning
Vice President
12 Ashbrook Drive
Hampton, NH 03842

Paul J. McCarthy
Vice President
15 Heather Lane
Hampton, NH 03842

Kristalia S. Moroney
Vice President
17 Quail Run
North Andover, MA 01845

Eben S. Moulton
Vice President
28 Buckingham Street
Cambridge, MA 02138

Dennis W. Sholl
Vice President
2 Heritage Way
Exeter, NH 03833

Thomas W. Gorman
Assistant Treasurer
P. O. Box 294
Piscassic Road
Newfields, NH 03856

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OFFICERS

David J. Power
Assistant Secretary and
Assistant Treasurer
163 Woodland Road
Hampton, NH 03842

Sally M. Gallup
Assistant Secretary
15 Brookside Drive
Stratham, NH 03885

David J. Herrod
Assistant Secretary
25 Pine Street
Exeter, NH 03833

Allison G. Pellegrino
Assistant Secretary
Merriam Street Ext.
Berwick, ME 03901

EQUIPMENT FINANCE DIVISION

OFFICERS

Dennis W. Sholl
President
2 Heritage Way
Exeter, NH 03833

John P. Buckels
Vice President
RD #1 Flanders Drive
Exeter, NH 03833

Charles W. Cross
Vice President
P. O. Box 4651
Portsmouth, NH 03801

Stephen F. Smith
Vice President
Tidewater Farm Road
Stratham, NH 03885

Subsidiary of: 77%
22%

OFFICERS

R. Jeffrey Macartney
Vice President
2 Avon Lane
West Newbury, MA 01985

MERCHANT BANKING DIVISION

OFFICERS

Eben S. Moulton
President
28 Buckingham Street
Cambridge, MA 02138

Robert J. Gagalis
Vice President
6 Prescott Lane
Hampton Falls, NH 03844

Donald J. Kittredge
Vice President
577 Winnacunnet Road
Hampton, NH 03842

Paul J. McCarthy
Vice President
15 Heather Lane
Hampton, NH 03842

Tyrone Tyll
Vice President
1921 Edge Water Drive
Plano, TX 75075-8520

Walter Leonard
Controller
9306 Mill Hollow
Dallas, TX 75243

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Signal Capital Holdings Corporation
Pullman Leasing Company (Formerly: Sig.Cap.Corp.)

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FILED

MAR - 2 1989

JIM EDGAR
Secretary of State

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RECEIVED
CLERK OF COOK COUNTY
MAY 15 1989

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