



Property of Cook County Clerk's Office

Whereas, APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF CITICORP USA, 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. 1934.

Now Therefore, I, George H. Ryan, 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 have set my hand and cause to

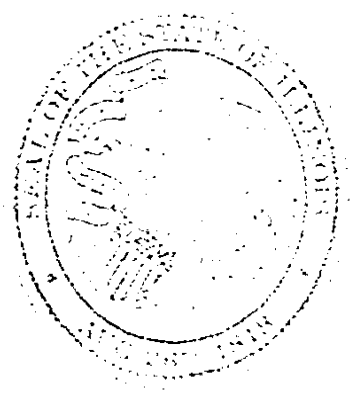
be affixed the Great Seal of the State of Illinois.

at the City of Springfield, this 19th

day of APRIL A.D. 19 91 and

of the Independence of the United States

the two hundred and 15th



George H Ryan
SECRETARY OF STATE

91191103

UNOFFICIAL COPY

Form **BCA-13.40**

(Rev. Jan. 1991)

APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

File # 5583-966-3

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961

FILED

APR 19 1991

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 4-19-91

Filing Fee \$ 25.00

Approved: [Signature]

Remit payment in check or money order, payable to "Secretary of State" **GEORGE H. RYAN SECRETARY OF STATE**

1. (a) CORPORATE NAME: Citicorp Mergers & Acquisitions, Inc.

(b) and, if change of name, NEW CORPORATE NAME: Citicorp USA, Inc.

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

(b) Date of Incorporation: July 11, 1989

(c) Period of Duration: Perpetual

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

399 Park Avenue 200 South Wacker Drive, 32nd Floor

New York, New York 10043 Chicago, Illinois 60606

4. Name and address of registered agent and registered office in Illinois:

Registered Agent: C T Corporation System

First Name Middle Initial Last name

Registered Office: 208 S. LaSalle Street

Number Street Suite #

Chicago 60604 Cook

City Zip Code County

5. States and countries in which corporation is admitted or qualified to transact business:

Illinois
California
Concurrently applying for all others as well as District of Columbia.

6. Names and residential addresses of officers and directors:

Name Number & Street City State Zip Code

President See attached rider

Secretary

Director

Director

Director

If more than three, attach list.

1600

91191303

UNOFFICIAL COPY

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.)

Making or acquiring for its own or for the account of others commercial loans and leasing personal or real property or acting as agent, broker, or adviser in leasing such property and servicing such leases.

RECORDING DESK
BOX 170

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		1.00	1,000	1,000

9. Paid-in Capital: \$1,000.00

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

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 filing fee for the certified copy of the Articles of Amendment is \$25 unless the amendment acts as a restatement of the Articles of Incorporation, in which case the filing fee is \$100. In the event the statutory change was effected in a merger, a certified copy of the merger is required, plus applicable fee.

11. 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.

Dated April 5, 19 91

Citicorp USA, Inc.

attested by [Signature]

by [Signature]

(Signature of Secretary or Assistant Secretary)

(Signature of President or Vice President)

Gary J. Groot, Assistant Secretary

Kenneth F. Fagan, Vice-President

(Type or Print Name and Title)

(Type or Print Name and Title)

CITICORP

DIRECTOR/OFFICER
CITICORP USA, INC.

NAME	TITLE	RESIDENCE
James Robert A.C. Clement*	Chairman	515 E. 80th Street New York, NY 10021
David G. McCollum*	President	286 Mansfield Ave. Darien, CT 06820
Theodore Bajo*	Vice Pres. & Asst. Sec.	128 Willow Street Brooklyn, NY 11201
Kenneth F. Fagan	Vice Pres. Asst. Sec.	44 Cherry Place Hillsdale, NJ 07642
Gary J. Groot	Vice Pres. & Asst. Sec.	6 Elm Road Searsdale, NY 10583
Kenneth S. Cohen	Secretary	201 W. 70th Street New York, NY 10023
Vito Calia	Vice President	61 Penn Street Terryville, NY 11776
Noel Harwerth	Vice President	415 E. 52nd Street New York, NY 10022
William T. Maher	Vice Pres. & Treasurer	530 E. 23rd Street New York, NY 10010
*Director		

Property of Cook County Clerk's Office

DIRECTOR/OFFICER

CITICORP USA, INC.

NAME	TITLE	RESIDENCY:
Patricia Ekman	Asst. Sec.	6930 Fleet Street Forest Hills, NY
Ellen Hefferan	Asst. Sec.	133 Heatherdale Road Ardley, NY 10502
Joyce Galise	Asst. Sec. & Asst. Treas.	56 Gildare Drive E. Northport, NY 11731

Property of Cook County Clerk's Office

91191100

UNOFFICIAL COPY

4
i
l

RECORDING DESK
BOX 170

Property of Cook County Clerk's Office

COPIES