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File Number

6698-960-9

92723991

SEAL OF THE STATE OF ILLINOIS
OFFICE OF
THE SECRETARY OF STATE



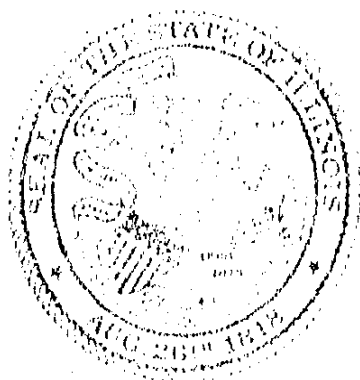
Box
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Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF GENERAL ELECTRIC CREDIT EQUITIES, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

DEPT-01 RECORDING \$37.00
: T01111 TRAV 7:11 09/30/92 10:54:00
: #8504 # # 92-723991
: COOK COUNTY RECORDER

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 hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 18TH day of SEPTEMBER A.D. 19 92 and of the Independence of the United States the two hundred and 17TH



George H. Ryan
SECRETARY OF STATE

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10/10/2017

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Form **BCA-13.15**

(Rev Jan 1991)

**APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS**

SUBMIT IN DUPLICATE

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6981

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."

FILED

SEP 18 1992

**GEORGE H. RYAN
SECRETARY OF STATE**

This space for use by
Secretary of State

Date

9-18-92

License Fee

\$

Franchise Tax

\$25.00

Filing Fee

\$75.00

Penalties

\$

Approved:

\$ 100.00

1. (a) CORPORATE NAME: GENERAL ELECTRIC CREDIT EQUITIES, INC.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: N/A

(By electing this assumed name, the corporation hereby agreed 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 10, 1983

(c) Period of Duration: Indefinite

3. (a) Address of the principal office, wherever located:

(b) Address of principal office in Illinois:

260 Long Ridge Road

209 West Jackson, Suite 600

Stamford, Connecticut 06902

Chicago, Illinois 60606

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

Registered Agent	<u>Norman</u>	<u>L.</u>	<u>Rothenbaum</u>
	<small>First Name</small>	<small>Middle Name</small>	<small>Last Name</small>

Registered Office	<u>55 East Monroe Street</u>	<u>4620</u>	
	<small>Number</small>	<small>Street</small>	<small>Suite #</small>

<u>Chicago, Illinois</u>	<u>60603</u>	<u>Cook</u>	
<small>City</small>	<small>Zip Code</small>	<small>County</small>	

5. States and countries in which it is admitted or qualified to transact business: California, Delaware, Arizona, Massachusetts, New Jersey, Louisiana, Georgia, Maryland, Oklahoma

6. Names and residential addresses of officers and directors See Exhibit A attached hereto

Name	No. & Street	City	State	Zip
President				
Secretary				
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.)

See Exhibit B attached hereto

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
		\$1	500	100

9. Paid-in Capital: \$ 100,000.00

("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: \$ 325,000,000
- (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: \$ 8,000,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 122,000,000
- (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: \$ 3,000,000

11. Interrogatories:

- (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: 260 Long Ridge Road, Stamford, CT 06902
- (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: 100
- (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 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.

Dated September 14, 19 92 GENERAL ELECTRIC CREDIT EQUITIES, INC.
(Exact Name of Corporation)

attested by David L. Martindale (Signature of Assistant Secretary) Daniel F. Miranda (Signature of President or Vice President)

David Martindale, Assistant Secretary
(Type or Print Name and Title)

Daniel F. Miranda, Vice President
(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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EXHIBIT A

GENERAL ELECTRIC CREDIT EQUITIES, INC.

LIST OF OFFICERS & DIRECTORS

Directors

J. C. Deterding
B. E. Block
R. E. Pfeiffer

Officers

Office

J. C. Deterding	Chairman of the Board
R. E. Pfeiffer	President
B. E. Block	Vice President
J. F. Carpenter	Vice President
J. C. Amble	Vice President - Finance
P. H. Dubner	Vice President - Operations
D. B. Henry	Vice President
S. A. Kalaris	Vice President
J. C. Mercurio	Vice President
F. A. Nasmyth	Vice President
S. D. Stringer	Vice President
R. P. Wolfe	Vice President
R. M. Post	Vice President
M. W. Hogan	Vice President
C. B. Thurman	Vice President
M. Zerner	Vice President
H. C. Netherton	Vice President - Taxes
D. Miranda	Vice President

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N. B. Carlson	Assistant Vice President & Assistant Secretary
W. M. Galutera	Assistant Vice President & Assistant Secretary
H. R. Rosenstein	Assistant Vice President & Assistant Secretary
L. Smalls	Assistant Vice President & Assistant Secretary
M. A. Schmidt	Assistant Vice President & Assistant Secretary
P. Young, Jr.	Assistant Vice President & Assistant Secretary
M. P. McDugall	Assistant Vice President & Assistant Secretary
M. D. Kaplow	Secretary
T. Haller	Assistant Secretary
W. P. Moore	Assistant Secretary
D. Martindale	Assistant Secretary

Addresses: 260 Long Ridge Road
Stamford, Connecticut 06902

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EXHIBIT B 1 1 1

The nature of the business or purposes to be conducted or promoted is:

To engage in the business of making investments in real estate and to otherwise engage in various real estate and other related business transactions, and to purchase, receive, take by grant, gift, devise, bequest or otherwise, and to lease, manage, encumber, improve, exchange, buy and sell real estate and personal property, collect rents and do a general real estate business, whether acting singly or together with other persons, firms and corporations, and whether acting for its own account or as agent or nominee for other persons, firms or corporations.

To enter into general or limited partnerships, joint ventures, participations and other agreements with other persons, firms or corporations; to syndicate real estate acquisitions by acting as general partner in limited partnership entities; to

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issue or sell limited partnership interests to other persons, firms or corporations and to receive payment therefor in cash or in debt obligations.

To borrow money and contract debts for the conduct of its business; to issue notes, bonds, debentures and other obligations and evidences of indebtedness, whether secured by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property or assets purchased or acquired, or for any other lawful purpose.

To purchase or otherwise acquire, directly and/or through ownership of stock or other interest in any corporation, or general or limited partnership or other entity, all or any part of the business, good will, rights, property or assets of all kinds, of any corporation, association, partnership or individual.

To manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise and personal property of every class and description.

To acquire, and pay for in cash, stock or bonds of this corporation or otherwise, good will, rights, assets and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

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To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of this corporation.

To acquire by purchase, subscription or otherwise, and to receive, hold, own, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms, trusts or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

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To borrow or raise money for any of the purposes of the corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

To purchase, receive, take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated, and to sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage or pledge, all or any of the corporation's property and assets, or any interest therein, wherever situated.

In general, to possess and exercise all the powers and privileges granted by the General Corporation Law of Delaware or by any other law of Delaware or by this Certificate of Incorporation together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the corporation.

The business and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the business and purposes specified in each of the foregoing clauses of this article shall be regarded as independent business and purposes.

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