



# F01000006215

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 447101 4338929  
AUTHORIZATION : *Patricia Pizito*  
COST LIMIT : \$ 70.00

ORDER DATE : November 15, 2001

ORDER TIME : 10:05 AM

ORDER NO. : 447101-145

CUSTOMER NO: 4338929

CUSTOMER: Ms. Andrea Pineda  
Nec Usa Inc.  
8 Corporate Center Drive  
Melville, NY 11747-3112

Q

300004705703-6

FOREIGN FILINGS

NAME: NEC FINANCIAL SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

BK

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: \_\_\_\_\_

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**TRANSMITTAL LETTER**

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**TO:** Registration Section  
Division of Corporations

**SUBJECT:** NEC Financial Services, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Timothy M. Donovan, Senior Vice President & General Counsel  
(Name of Person)  
NEC USA, Inc.  
(Firm/Company)  
8 Corporate Center Drive  
(Address)  
Melville, New York 11747  
(City/State and Zip code)

For further information concerning this matter, please call:

\_\_\_\_\_ at ( 631 ) 753-7326  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee      \$78.75 Filing Fee & Certificate of Status      \$78.75 Filing Fee & Certified Copy      \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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TALLAHASSEE, FLORIDA

1. NEC Financial Services, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 133224311  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 27, 1984 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)  
c/o NEC Financial Services, Inc., 300 Frank W. Burr Boulevard
7. Teaneck, NJ 07666  
(Principal office address)

(Current mailing address)

Office equipment leasing. To engage in any act or activity for which corporations may be organized.

8. \_\_\_\_\_  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

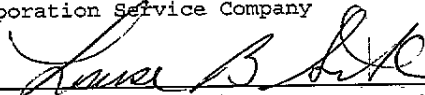
Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(City) (Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Corporation Service Company

By: 

(Registered agent's signature)

Louise B. Smith Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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B. OFFICERS

President: See attached officers/directors rider

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. \_\_\_\_\_  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Takayuki Yamada, Secretary  
(Typed or printed name and capacity of person signing application)

## OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

NEC Financial Services, Inc.

### List of Officers

**Name:** Masakatsu Miwa **Title:** President  
**Bus. Addr.:** c/o NEC Financial Services, Inc. 101 East 52nd Street, New York, NY  
10022

**Name:** Takayuki Yamada **Title:** Secretary  
**Bus. Addr.:** c/o NEC Financial Services, Inc. 300 Frank W. Burr Boulevard - 7th  
Floor, Teaneck, NJ 07666

**Name:** Takao Ono **Title:** VP & Treasurer  
**Bus. Addr.:** c/o NEC Financial Services, Inc. 300 Frank W. Burr Boulevard - 7th  
Floor, Teaneck, NJ 07666

### List of Directors

**Name:** Tomoyuki Kato **Term:** Sep 30, 2002  
**Bus. Addr.:** c/o NEC Corporation 7-1, Shiba 5-chome, Minato-ku, Tokyo, Japan,  
108-8001

**Name:** Soichiro Matsuyama **Term:** Sep 30, 2002  
**Bus. Addr.:** c/o NEC Corporation 7-1, Shiba 5-chome, Minato-ku, Tokyo, Japan,  
108-8001

**Name:** Masakatsu Miwa **Term:** Sep 30, 2002  
**Bus. Addr.:** c/o NEC Financial Services, Inc. 101 East 52nd Street, New York, NY  
10022

**Name:** Takao Ono **Term:** Sep 30, 2002  
**Bus. Addr.:** c/o NEC Financial Services, Inc. 300 Frank W. Burr Boulevard - 7th  
Floor, Teaneck, NJ 07666

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SECRETARY OF STATE

*State of Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEC FINANCIAL SERVICES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF DECEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEC FINANCIAL SERVICES, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF JUNE, A.D. 1984.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1476202

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DATE: 12-03-01