

DO2000000010

CT CORPORATION

CORPORATION(S) NAME

Cananwill Premium Credit Trust

2002 MAR 25 AM 9:5
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input checked="" type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/25/02

Order#: 5222005
400005168384--1
-03/26/02--01014--001
****350.00 ****350.00

Ref#: _____

Amount: \$ _____

TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
STATE OF FLORIDA

02 MAR 25 AM 11:21

RECEIVED

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

3/26/02

**AFFIDAVIT TO THE FLORIDA SECRETARY OF STATE
TO FILE OR QUALIFY**

FILED

Cananwill Premium Credit Trust

2002 MAR 25 AM 9:51

A Delaware Business TRUST.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

In accordance with Section 609.02 of the Florida Statutes, pertaining to
~~Common Law~~ Declarations of Trust, the undersigned, the ~~Chairman of the~~
~~Board of Trustees~~ of Cananwill Premium Credit Trust, a
(Name of Trust)

Delaware Business Trust hereby affirms in order to file or qualify
(State)

Cananwill Premium Credit Trust, in the State of Florida.
(Name of Trust)

1. Two or more persons are named in the Trust.

2. The principal address is 1234 Market Street,

Philadelphia, PA 19107

3. The registered agent and street address in the State of Florida is:

C T CORPORATION SYSTEM

1200 South Pine Island Road, Plantation, Florida 33324

4. Acceptance by the registered agent: Having been named as registered agent to accept service of process for the above named Declaration of Trust at the place designated in this affidavit, I hereby accept the appointment as registered agent and agree to act in this capacity.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan

(Signature of Registered Agent)

5. I certify that the attached is a true and correct copy of the Declaration of Trust under which the association proposes to conduct its business in Florida.

Chase Manhattan Bank USA, National Association
as Trustee

Name:

Denis Kelly
Assistant Vice President

Filing Fee: \$350.00

Certified Copy: \$ 8.75 (optional)

**NOTARY
OFFICIAL SEAL
LINDA S MURPHY**

NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES: 03/23/03
CR2E063(3/00)

FILED

2002 MAR 25 AM 9:51

**CERTIFICATE OF TRUST OF
CANANWILL PREMIUM CREDIT TRUST**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

This Certificate of Trust of Cananwill Premium Credit Trust (the "Trust"), dated March 27, 2001, is being duly executed and filed by Chase Manhattan Bank USA, National Association, a national banking association, as Trustee, to form a business trust under the Delaware Business Trust Act (12 Del. Code, § 3801 *et seq.*) (the "Act").

1. *Name.* The name of the business trust formed hereby is Cananwill Premium Credit Trust.

2. *Delaware Trustee.* The name and business address of the Trustee of the Trust in the State of Delaware is Chase Manhattan Bank USA, National Association, 1201 North Market Street, Wilmington, Delaware 19801, Attention: Corporate Trustee Administration Department.

3. *Effective Date.* This Certificate of Trust shall be effective upon the filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned, being the sole Trustee of the Trust, has executed this Certificate of Trust in accordance with Section 3811(a) of the Act as of the date first above written.

CHASE MANHATTAN BANK USA,
NATIONAL ASSOCIATION,
not in its individual capacity but solely as
Trustee

By: 

Printed Name: Denis Kelly
Assistant Vice President

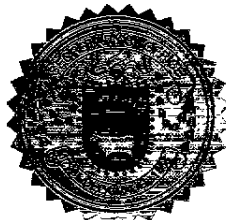
Title: _____

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF BUSINESS TRUST REGISTRATION OF "CANANWILL PREMIUM CREDIT TRUST", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2001, AT 8:30 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3374217 8100

020191181

AUTHENTICATION: 1683605

DATE: 03-22-02