

DO70000000000005

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

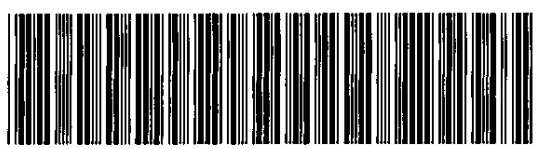
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

7 1/2 date 3/15/07

Office Use Only



300087872253

03/16/07--01004--009 **358.75

FILED

2007 MAR 23 AM 8:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

407-13219

T Hampton MAR 26 2007

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: MeriCap Credit Trust

Enclosed is an original and one (1) copy of the Declaration of Trust and a check for:

FEES:

Declaration of Trust	\$350.00
----------------------	----------

OPTIONAL:

Certified Copy	\$ 8.75
----------------	---------

FROM: Rose Reynolds - MeriCap Credit

Name (Printed or typed)

1415 West 22nd Street, Suite 550E

Address

Oak Brook, Illinois 60523

City, State & Zip

866-545-9701 ext. 8330

Daytime Telephone number



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 16, 2007

ROSE REYNOLDS
MERICAP CREDIT
1415 W 22ND ST - STE 550E
OAK BROOK, IL 60523

SUBJECT: MERICAP CREDIT TRUST
Ref. Number: W07000013219

We have received your document for MERICAP CREDIT TRUST and your check(s) totaling \$358.75. However, the document has not been filed and is being retained in this office for the following:

We need a copy of your trust paperwork.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist
New Filing Section

Letter Number: 907A00018523

RECEIVED
07 MAR 23 AM 7:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

MeriCap Credit Trust

A Delaware **TRUST**

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 MeriCap Credit Trust, a

Delaware (Name of Trust)

Trust hereby affirms in order to file or qualify

(State)

MeriCap 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 1415 West 22nd Street, Suite 550E, Oak Brook

Illinois 60523

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

1200 South Pine Island Road, Planation, FL 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.


James M. Halpin
Assistant Secretary
(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.

WILMINGTON TRUST COMPANY

not in its individual capacity but

Name:

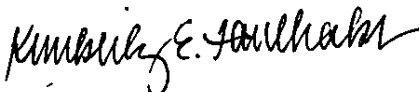
solely as Trustee

Chairman of the Board of Trustees


Jennifer A. Luce

Sr. Financial Services Officer

NOTARY



CR2E063(3/00)

KIMBERLY ELIZABETH FAULHABER

Notary Public - State of Delaware

My Comm. Expires April 9, 2007

Filing Fee: \$350.00

Certified Copy: \$ 8.75 (optional)

2007 MAR 23 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MERICAP CREDIT TRUST" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2007.



4247878 8300

070227430

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5462828

DATE: 02-26-07

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "MERICAP CREDIT TRUST" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF STATUTORY TRUST REGISTRATION, FILED THE EIGHTH DAY OF NOVEMBER, A.D. 2006, AT 11:53 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID STATUTORY TRUST, "MERICAP CREDIT TRUST".



4247878 8100H

070298235

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5492752

DATE: 03-09-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:53 AM 11/08/2006
FILED 11:53 AM 11/08/2006
SRV 061022803 - 4247878 FILE

**CERTIFICATE OF TRUST OF
MERICAP CREDIT TRUST**

This Certificate of Trust of MeriCap Credit Trust (the "Trust"), dated as of November 6, 2006 (the "Certificate of Trust"), is being duly executed and filed by all of the trustees of the Trust, to form a statutory trust under the Delaware Statutory Trust Act (12 Del. C. § 3801 et seq.) (the "Act").

1. Name. The name of the statutory trust formed hereby is MeriCap Credit Trust.
2. Delaware Trustee. The name and business address of the trustee of the Trust in the State of Delaware is Wilmington Trust Company, Rodney Square North, 1100 North Market Street, Wilmington, Delaware 19890, Attention: Corporate Trust Administration.
3. Series Trust. The Trust may issue separate series of beneficial interests, having separate rights, powers or duties with respect to property or obligations of the Trust, as provided in 12 Del. C. §§ 3804(a) and 3806(b)(2) (each, a "Series"). Pursuant to § 3804(a) of the Act, the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to a particular Series shall be enforceable against the assets of such Series only, and not against the assets of the Trust generally or the assets of any Series thereof, and unless otherwise provided in the governing instrument of the Trust, none of the debts, liabilities, obligations, and expenses incurred, contracted for or otherwise existing with respect to the Trust generally or any other Series thereof shall be enforceable against the assets of such Series.
4. Effective Date. This Certificate of Trust shall be effective upon filing.

[Signatures appear on the following page]

FILED
2007 MAR 23 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, being the trustees of the Trust, have executed this Certificate of Trust as of the date first above written.

Wilmington Trust Company, not in its individual capacity but solely as Delaware Trustee

By: _____

Name: _____

Title: _____

Christopher J. Montle
Vice President

Wilmington Trust Company, not in its individual capacity but solely as UTI Trustee

By: _____

Name: _____

Title: _____

Christopher J. Montle
Vice President

FILED

2007 MAR 23 AM 8:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA