

DO9 000000013

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

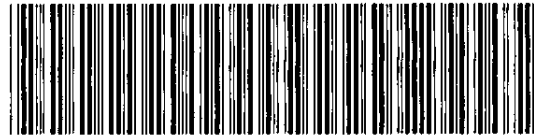
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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08/04/09--01008--013 **350.00

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2009 AUG -4 PM 4: 27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2 6 2009 AUG 5 2009



a Wolters Kluwer business

CT
1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel
850 222 7615 fax
www.ctlegalsolutions.com

August 4, 2009

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 7606907 SO
Customer Reference 1: 02969292
Customer Reference 2: 08234

Dear Department of State, Florida:

Please obtain the following:

~~GE TF Trust (DE)
Qualification
Florida~~

GE TF Trust (DE)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Freddy Morales
Corporate Operations Mgr.
freddy.morales@wolterskluwer.com

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

GE TF 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 GE TF Trust, a _____, a _____ (Name of Trust)

Delaware Trust hereby affirms in order to file or qualify _____ (State)
GE TF Trust, in the State of Florida.
_____, in the State of Florida.
(Name of Trust)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

2. The principal address is 300 E. John W. Carpenter Freeway, Suite 510
Irving, TX 75062

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

1200 South Pine Island Road, Plantation, FL 33324

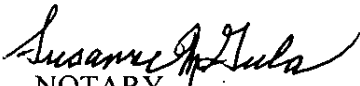
4. Acceptance by the registered agent: Having been named as registered agent to accept service of process for the above named Declaration of Trust at the place designated in this affidavit, I hereby accept the appointment as registered agent and agree to act in this capacity.

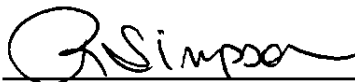
James M. Halpin
Assistant Secretary



(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.


NOTARY
SUSANNE M. GULA
Notary Public - State of Delaware
My Comm. Expires Nov. 21, 2009



Name: Rachel L Simpson, Assistant Vice President of
~~Chairman of the Board of Trustees~~ Wilmington Trust Company,
Trustee, not in its individual capacity but solely as Trustee

Filing Fee: \$350.00
Certified Copy: \$ 8.75 (optional)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "GE TF TRUST" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF STATUTORY TRUST REGISTRATION, FILED THE FOURTH DAY OF JUNE, A.D. 2009, AT 12:57 O'CLOCK P.M.

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

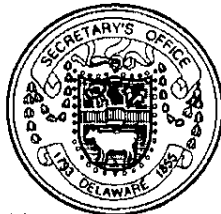
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TALLAHASSEE, FLORIDA

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090750048



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7454155

DATE: 08-03-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:57 PM 06/04/2009
FILED 12:57 PM 06/04/2009
SRV 090588359 - 4694965 FILE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF TRUST OF
GE TF TRUST**

This Certificate of Trust of GE TF Trust (the "Trust"), dated as of June 4, 2009 (the "Certificate of Trust"), is being duly executed and filed by the undersigned, as Trustees, 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 GE TF Trust.
2. **Delaware Trustee.** The name and business address of the Trustee of the Trust in the State of Delaware is Wilmington Trust Company, 1100 North Market Street, Wilmington, Delaware 19890, Attention: Corporate Trust Administration.
3. **Duly Authorized.** The Trustee is duly authorized to sign this Certificate of Trust.
4. **Series.** Pursuant to Section 3806(b)(2) of the Act, the Trust shall issue one or more series of beneficial interests having the rights and preferences set forth in the governing instrument of the Trust, as the same may be amended from time to time (each a "Series"). Separate and distinct records shall be maintained (directly or indirectly, including through a nominee or otherwise) for each Series, and the assets of each Series shall be held and accounted for separately from the assets of the Trust generally or any other Series.
5. **Notice of Limitation of Liabilities of each Series.** Pursuant to Section 3804(a) of the Act, there shall be a limitation on liabilities of each Series such that (a) 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 other Series thereof and (b) 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.
6. **Power of Attorney.** General Electric Capital Corporation, a Delaware corporation ("GE Capital") has been designated by the Trust as the true and lawful attorney-in-fact for and on behalf of the Trust, with full power and authority to perform any and all acts related to managing, servicing, administering and collecting any part of the corpus of the Trust and is authorized and empowered to execute and deliver, on behalf and in the name of the Trust, any and all instruments, certificates or other documents relating thereto. GE Capital also has the right, power and authority to designate in writing other persons and entities ("GE Capital Designees") as true and lawful attorneys-in-fact for and on behalf of the Trust to do anything that GE Capital has the power to do under this paragraph. Without limiting the generality of the foregoing, GE Capital or any GE Capital Designee is hereby authorized and empowered by the Trust to execute and deliver, on behalf of the Trust, any and all applications for certificates of title or duplicates of such certificates in the name of the Trust, any and all applications for registrations of vehicles and/or license plates, any and all applications for transfers of certificates of title or registrations for vehicles and/or license plates, and any and all other instruments, certificates or other documents which GE Capital or a GE Capital Designee deems necessary or advisable to record, hold or release title to and/or registration of motor vehicles in the name of

Acknowledgment

STATE OF DELAWARE)
)ss
COUNTY OF NEW CASTLE)

On this 1st day of June 2009, before me personally appeared Gabriel J. Taylor, who acknowledged himself to be an officer of the above Trustee, and that he, as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained as the free act and deed of said Trustee, and as his free act and deed as an officer of said Trustee.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Karen M Davis
Notary Public

My commission expires:

KAREN M. DAVIS
~~Notary Public - State of Delaware~~
My Comm. Expires Nov. 6, 2009

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TALLAHASSEE, FLORIDA