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RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Peter Stutsman, do hereby certify that this Resolution of the Board of Directors of Golden Eagle Leasing, Inc., a corporation duly organized and existing under the laws of the State of Arizona, was duly adopted on February 17, 2000.

Resolved, that Golden Eagle Leasing, Inc. organized and existing in the state of Arizona hereby adopts the name Arizona Golden Eagle Leasing, Inc. for use in Florida. Dated: February 18, 2000

Peter Stutsman, Secretary

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:

i	Golden Eagle Leasing, Inc. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION abbreviations of like import in language as will clearly indicate that it is a corporation instead of a partnership if not so contained in the name at present.)	
2.	Arizona 3. 86-0820606 (State or country under the law of which it is incorporated) (FEI number,	PH ?? if applicable)
4.	February 14, 1996 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or	"perpetual")
6.	Upon Qualification (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))	
7.	90 Grove Street, Ridgefield, Connecticut 06877	
	(Current mailing address)	
ļ	<u>Leasing and related activities.</u> (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)	
9.	Name and street address of Florida registered agent:	
	Name: <u>C.T. Corporation System</u>	
	C/O C T Corporation System, 1200 South Pine Office Address: Island Road	
	<u>Plantation</u> , Florida, <u>33324</u> (Zip Code)	
Ha des fun	. Registered agent acceptance: wing been named as registered agent and to accept service of process for the above stated corpora signated in this application. I hereby accept the appointment as registered agent and agree to act i ther agree to comply with the provisions of all statutes relative to the proper and complete perform d I am familiar with and accept the obligation of my position as registered agent.	in this capacity. I

C T Corporation System <u>Jickie M. Punice</u> (Registered agent's signature) (Officer)

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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 addresses of officers and/or directors:

A.	DIRECTORS

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Chairman:	
Address:	Q
Vice Chairman:	5
Address:	
Director: Jonathon Killmer	
Address: 2851 W. Kathleen Road	
Phoenix, Arizona 85053	
Director:	
Address:	
OFFICERS	
President: Jonathon Killmer	
Address: 2851 W. Kathleen Road	
Phoenix, Arizona 85053	
Vice President:	
Address: 90 Grove Street	
Ridgefield, Connecticut 06877	
Secretary: Peter Stutsman	
Address: 2851 W. Kathleen Road	<u></u>
Phoenix, Arizona 85053	

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Treasurer:	Scott Tsujita	
Address:	2851 W. Kathleen Road	

Phoenix, Arizona 85053

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

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

14. <u>Peter Stutsman</u>. <u>Secretary</u> (Typed or printed name and capacity of person signing application)

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

To all to whom these presents shall come, greeting: I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

***GOLDEN EAGLE LEASING, INC. ***

a domestic corporation organized under the laws of the state of Arizona, did incorporate on February 14, 1996.

I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.

> IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 22nd day of February, 2000, A. D.

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