

F0000000817



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 586338 4319321

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 14 AM 9:50

ORDER DATE : February 11, 2000

ORDER TIME : 9:36 AM

ORDER NO. : 586338-005

8000003133788--6

CUSTOMER NO: 4319321

CUSTOMER: Ms. Una Daniels
Allied Capital Corporation
1919 Pennsylvania Avenue
Floor 3
Washington, DC 20006

FOREIGN FILINGS

8

NAME: ALLIED CAPITAL CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

*h/c
2/14/00*

RECEIVED
00 FEB 14 AM 10:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ALLIED CAPITAL CORPORATION
(Name of corporation - must include suffix)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 14 AM 9:50

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 ~~corres~~pondence concerning this matter to the following:

SUZANNE V. SPARROW

(Name of Person)

ALLIED CAPITAL CORPORATION

(Firm/Company)

1919 PENNSYLVANIA AVENUE, NW

(Address)

WASHINGTON, DC 20006

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

UNA DANIELS-EDWARDS
(Name of Person)

at (202) 721-181
(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input checked="" type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|--|



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 14 AM 9:50

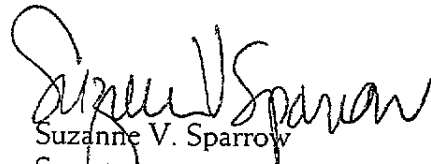
Excerpt from Minutes of the February 3, 2000 Allied Capital Corporation Board of Directors Meeting

WHEREAS, the Company has determined that it must register in the state of Florida as a foreign corporation,

WHEREAS, the name Allied Capital Corporation is not available in that state,

THEREFORE, BE IT RESOLVED, that the Board of Directors hereby adopts the name Allied Capital of Maryland, Inc. and will conduct business in Florida under this name.

I, Suzanne V. Sparrow, Secretary, hereby certify that this resolution is in full force and effect as of the date hereof.


Suzanne V. Sparrow
Secretary

Dated: February 11, 2000

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.

FILED STATE
SECRETARY OF CORPORATIONS
FEB 14 AM 9:50

1. ALLIED CAPITAL CORPORATION

(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. MARYLAND

(State or country under the law of which it is incorporated)

3. 52-1081052

(FEI number, if applicable)

4. 12-20-90

(Date of incorporation)

5. PERPETUAL

(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. 1919 PENNSYLVANIA AVENUE, NW

WASHINGTON, DC 20006

(Current mailing address)

MAKING LOANS IN/OR INVESTMENTS TO SMALL AND MEDIUM SIZED BUSINESSES

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

(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)

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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors on schedule A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

FILED STATE
DIVISION OF CORPORATIONS
00 FEB 14 AM 9:50

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: WILLIAM L. WALTON

Address: 1919 PENNSYLVANIA AVENUE, NW
WASHINGTON, DC 20006

Vice President: PENNI F. ROLL

Address: 1919 PENNSYLVANIA AVENUE, NW
WASHINGTON, DC 20006

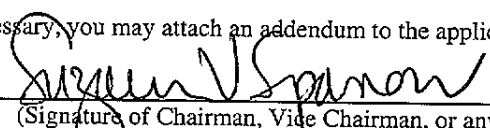
Secretary: SUZANNE V. SPARROW

Address: 1919 PENNSYLVANIA AVENUE, NW
WASHINGTON, DC 20006

Treasurer: KELLY A. ANDERSON

Address: 1919 PENNSYLVANIA AVENUE, NW
WASHINGTON, DC 20006

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. SUZANNE V. SPARROW

(Typed or printed name and capacity of person signing application)

SCHEDULE A

NAME	POSITION	ADDRESS
William L. Walton	Chairman, Chief Executive Officer and President	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Penni F. Roll	Principal and Chief Financial Officer	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Suzanne V. Sparrow	Principal and Secretary	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Philip A. McNeill	Managing Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
John M. Scheurer	Managing Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Joan M. Sweeney	Managing Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
G. Cabell Williams, III	Managing Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Brooks H. Browne	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
John D. Firestone	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Anthony T. Garcia	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Lawrence I. Hebert	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
John I. Leahy	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Robert E. Long	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434

SECRET
FILED
DIVISION OF CORPORATIONS
00 FEB 14 AM 9:50

Warren K. Montouri	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Guy T. Steuart II	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
T. Murray Toomey, Esq.	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
Laura W. van Roijen	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434
George C. Williams	Director	1919 Pennsylvania, N.W. 3rd Floor, Washington D.C., 20006-3434

2009 FEB 11 AM 9:58
 DIVISION OF CORPORATIONS
 STATE OF MARYLAND

STATE OF MARYLAND
Department of Assessments and Taxation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 14 AM 9:50

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ALLIED CAPITAL CORPORATION IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS FEBRUARY 04, 2000.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941 0000520461
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097

crbink