

CIT CORPORATION SYSTEM

CORPORATION(S) NAME

The CIT Group/Equipment Financing, Inc.

400003575774--5
-01/26/01--01003--005
*****78.75 *****78.75

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

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

1/25/01

Order#: 3495991

Ref#: _____

Amount: \$ _____

MS

File 2nd

01 JAN 25 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED
1/29

01 JAN 25 PM 4:28
DIVISION OF CORPORATION

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

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:

1. The CIT Group/Equipment Financing, Inc.
(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. Delaware
(State or country under the law of which it is incorporated)
3. 13-0542408
(FEI number, if applicable)
4. November 30, 2000
(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. 650 CIT Drive, Livingston, New Jersey 07039
(Current mailing address)
8. See attached purpose clause
(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: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System


(Registered agent) Patricia A. Nolan
Assistant Secretary

(Type Name and Title of Officer)

FILED
01 JAN 25 AM 10:26
TALLAHASSEE FLORIDA
SECRETARY OF STATE

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

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

FILED
01 JAN 25 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Richard D'Annunzio, Vice President
(Typed or printed name and capacity of person signing application)

FILED
01 JAN 25 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
The CIT Group/Equipment Financing, Inc.**

The purpose of the Corproation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware (the "General Corporation Law").

FILED
01 JAN 25 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE CIT GROUP/EQUIPMENT FINANCING, INC. (DE)
BOARD OF DIRECTORS

Johnny D. Burr
Richard A. D'Annunzio
John Fall
Donald C. Harms
Robert J. Merritt
Donal R. Ratigan

*All the above are at: /i Attached
650 CIT Drive
Livingston, NJ 07039*

FILED
01 JAN 25 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE CIT GROUP/EQUIPMENT FINANCING, INC. (DE)
OFFICER LISTING

FILED
01 JAN 25 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

<u>Name</u>	<u>Title</u>
Robert J. Merrit	Chairman of the Board
Johnny D. Burr	President
John J. Fischer, Jr.	President
Donal R. Ratigan	President
Donald C. Harms	Executive Vice President, Chief Credit Officer & Assistant Secretary
Charles J. Albright	Executive Vice President
Jack Beatty	Executive Vice President
Roy Keller	Executive Vice President
Richard Masulli	Executive Vice President
John Fall	Senior Vice President, General Counsel & Secretary
Daniel Infante	Senior Vice President & Chief Information Officer
William J. O'Mara	Senior Vice President & Treasurer
Thomas G. Forbes	Senior Vice President
Edward E. Hetherington	Senior Vice President
William Hildebrand	Senior Vice President
Mark Killpack	Senior Vice President
Arthur J. Kimicata	Senior Vice President
Charles T. Lee	Senior Vice President
Richard Light	Senior Vice President
Arthur M. Loewenthal	Senior Vice President
Cynthia Mazzetta	Senior Vice President
Michael J. McGowan	Senior Vice President
Robert Neagle	Senior Vice President
R.L. Reicks	Senior Vice President
Thomas Reilly	Senior Vice President
Ronald Riecks	Senior Vice President
Lyman Russell	Senior Vice President
David R. Selden	Senior Vice President
Thomas Vasilakos	Senior Vice President
Richard A. D'Annunzio	Vice President, Associate General Counsel & Assistant Secretary
Robert W. Ihne	Vice President, Associate General Counsel & Assistant Secretary
James T. Kane	Vice President, Associate General Counsel & Assistant Secretary
Mitchell Neider	Vice President, Associate General Counsel & Assistant Secretary
Steven J. Silver	Vice President, Associate General Counsel & Assistant Secretary
Robert D. Cianciulli	Vice President, Associate General Counsel & Assistant Secretary
Nicholas DeFabrizio	Vice President, Associate General Counsel & Assistant Secretary
Ferlanda Fox Wallace	Vice President, Associate General Counsel & Assistant Secretary
Dennis Kemmer	Vice President, Associate General Counsel & Assistant Secretary
Sharon L. Petrosino	Vice President, Associate General Counsel & Assistant Secretary
Lynn Stenback	Vice President, Associate General Counsel & Assistant Secretary
Thomas J. Ciccarino	Vice President & Assistant Controller
Kevin Higgins	Vice President & Assistant Controller

FILED
 01 JAN 25 AM 10:26
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

David DiStaso	Vice President & Deputy Controller
Joseph Albano	Vice President & Assistant Secretary
Andrew Feldstein	Vice President & Assistant Secretary
Lisa Liban	Vice President & Assistant Secretary
Thomas E. Magrath	Vice President & Assistant Secretary
John P. Sirico, II	Vice President & Assistant Secretary
Edward Alt	Vice President
Anthony P. Amato	Vice President
John Babeuf	Vice President
Harold Begzos	Vice President
Lynn Breinholt	Vice President
Charles H. Brown	Vice President
Gregory Burns	Vice President
Jack Camarda	Vice President
Paul Candler	Vice President
Sander Caravello	Vice President
Rosemarie Chambless	Vice President
Erick Cooper	Vice President
Ruth Cousins	Vice President
Robert Cragin	Vice President
Ann-Margret Crater	Vice President
Carl Criman	Vice President
Richard Crofton	Vice President
George A. Curnow	Vice President
Daniel Curtin	Vice President
Greg L. Dallape	Vice President
Daniel DeVries	Vice President
Gregory Derr	Vice President
Michael P. Derrico	Vice President
John Dorenbecher	Vice President
William Dougherty	Vice President
Thomas Eagen	Vice President
James Edwards	Vice President
George J. Fiore	Vice President
Edward Fleming	Vice President
Mike Flinchbaugh	Vice President
Nancy Fricke	Vice President
Michael P. Gallo	Vice President
Alan Gerber	Vice President
Stephen Gurin, Jr.	Vice President
David R. Hamilton	Vice President
Dana G. Hammond	Vice President
Ray Hendon	Vice President
Hal W. Hitch	Vice President
Thomas D. Horninger	Vice President
Donald Howell	Vice President

FILED
01 JAN 25 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

James L. Hudak	Vice President
Sam Z. Jaber	Vice President
David R. Jackson	Vice President
Felita D. Johnson	Vice President
Michael Johnson	Vice President
Anthony Joseph	Vice President
George Keith	Vice President
Paul Kott	Vice President
Michael Lewis	Vice President
Bill Logan	Vice President
Dennis Lordon	Vice President
Thomas D. Lowndes	Vice President
Michael Lydon	Vice President
Richard L. MacDonald, Jr.	Vice President
Jorge Macia	Vice President
Douglas Maher	Vice President
Dennis McClelland	Vice President
Ronald McCray	Vice President
Lee McDermid	Vice President
Sheena McIntosh	Vice President
David L. Menedes	Vice President
Boyd Messmann	Vice President
Charles Miller	Vice President
Michael V. Monahan	Vice President
John C. Nichols, Jr.	Vice President
Jerilyn NicholSEN	Vice President
Ruth Nicolai	Vice President
John L. O'Bryan	Vice President
Charles O'Connor	Vice President
James O'Halloran	Vice President
Michael O'Neill	Vice President
Gene R. Offord	Vice President
Kathleen S. Oliver	Vice President
Dennis R. Pankros	Vice President
Thomas Patterman	Vice President
Carol Pelkowski	Vice President
Gerard T. Perry	Vice President
Peter Petropulos	Vice President
James Porterfield	Vice President
Gia Porto-Lenza	Vice President
Ralph E. Potter	Vice President
Steven Pratt	Vice President
David M. Puma	Vice President
Harold Ray	Vice President
Christopher P. Robertson	Vice President
Julie Rogers	Vice President

FILED
01 JAN 25 AM 10:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Frank R. Rucker, Jr.	Vice President
V. Michael Salatino	Vice President
Mark Saylor	Vice President
Karl Schricker	Vice President
Cecile Segovia	Vice President
Richard G. Seiffert	Vice President
Sidney Sexson	Vice President
James Shewmaker	Vice President
Jack W. Slaline	Vice President
Nicholas M. Small	Vice President
Amy B. Smith	Vice President
William Stanisich	Vice President
William Stoebig	Vice President
William J. Swanstrom	Vice President
Phillip Trimble	Vice President
Stephen Turpin	Vice President
Paul Usztok	Vice President
David Walter	Vice President
Allan Warton	Vice President
Gary Weber	Vice President
Clyde Yandell	Vice President
John H. Arnett	Assistant Vice President
Sukru Beyhan	Assistant Vice President
Mark A. Bittner	Assistant Vice President
Donald Bius	Assistant Vice President
Barry Blailock	Assistant Vice President
Benjamin Boesch	Assistant Vice President
Fritz Brown	Assistant Vice President
Douglas Clarke	Assistant Vice President
Glen Coldwell	Assistant Vice President
Philip Eberhard	Assistant Vice President
James E. Gerard	Assistant Vice President
Kevin M. Godfrey	Assistant Vice President
Douglas Gresens	Assistant Vice President
Michael Hampton	Assistant Vice President
William G. Hickey	Assistant Vice President
Charles Jones	Assistant Vice President
Stephen McNally	Assistant Vice President
William Minehart	Assistant Vice President
Eric Moore	Assistant Vice President
Timothy Mortimer	Assistant Vice President
Danny Nichols	Assistant Vice President
John E. Palmer	Assistant Vice President
Juliann Pannullo	Assistant Vice President
Dixie Queen	Assistant Vice President
Faye A. Ray	Assistant Vice President

FILED
01 JAN 25 AM 10:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Katherine Ribarich
Craig Roberts
James Sherwood
Joyce Walker
Deborah A. Wirth
Dennis Cates
Tyler Clement
Lawrence Jones
Robert Knotts
Daniel Koster
R. J. Prokop
Corinne Taylor

Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary

FILED
01 JAN 25 AM 10:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE CIT GROUP/EQUIPMENT FINANCING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED

01 JAN 25 AM 10:27

SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Secretary of State

3321556 8300

010029265

AUTHENTICATION: 0922661

DATE: 01-18-01