

CT CORPORATION SYSTEM

F010000001878

FILED
APR -6 PM 2:51
STATE OF FLORIDA
TALLAHASSEE

CORPORATION(S) NAME

Agilent Financial Services, Inc.

0

900003962699--0
-04/06/01--01060--009
*****0.00 *****70.00

900003962699--0
-04/06/01--01060--009
*****8.75 *****8.75

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

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

4/6/01

Order#: 3992141

Ref#: _____

Amount: \$ _____

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

BR
4/6

RECEIVED
01 APR -6 PM 12:16
DIVISION OF CORPORATION

**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
01 APR -6 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Agilent Financial Services, 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 3. 58-2573583
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/26/00 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. 900 Ashwood Parkway, Atlanta, Georgia 30338

(Current mailing address)
8. financing equipment acquisitions and other lawful purposes for profit
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

C T Corporation System

Connie Bryan **CONNIE BRYAN**
SPECIAL ASSISTANT SECRETARY
(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 LIST

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: SEE ATTACHED LIST

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. Ferlanda Fox Wallace

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

14. Ferlanda Fox Wallace, Vice President & Assistant Secretary

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

FILED
01 APR -6 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Agilent Financial Services, Inc.

OFFICERS

<u>NAME</u>	<u>TITLE</u>
Sven Jirgal	President
Paul Hughes	Senior Vice President & Chief Financial Officer
Donald C. Harms	Executive Vice President, Chief Credit Officer & Assistant Secretary
John Fall	Senior Vice President, General Counsel & Secretary
Steven Silver	Vice President, Associate General Counsel & Assistant Secretary
William J. O'Mara	Senior Vice President & Treasurer
Thomas G. Forbes	Senior Vice President
Edward E. Hetherington	Senior Vice President
George A. Curnow	Vice President & Chief Operating Officer
Thomas J. Ciccarino	Vice President & Assistant Controller
Richard D'Annunzio	Vice President, Assistant General Counsel & Assistant Secretary
Mitchell Neider	Vice President, Assistant General Counsel & Assistant Secretary
Joseph Albano	Vice President & Assistant Secretary
Ferlanda Fox Wallace	Vice President & Assistant Secretary
Rosemarie Chambless	Vice President
Mike Flinchbaugh	Vice President
Felita D. Johnson	Vice President
Jorge Macia	Vice President
Douglas Gresens	Assistant Vice President

DIRECTORS

William J. O'Mara
Rich D'Annunzio
John Fall
Donald C. Harms
Joseph Leone
Robert Merritt
William J. O'Grady
Donal Ratigan

Officers/Directors Address: 900 Ashwood Parkway
Atlanta, Georgia 30338

FILED
APR - 9 PM 2:01
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 "AGILENT FINANCIAL SERVICES, 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 THIRD DAY OF APRIL, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
01 APR 06 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3291438 8300

AUTHENTICATION: 1061499

010163389

DATE: 04-03-01