

CT CORPORATION SYSTEM

# F01000002571

CORPORATION(S) NAME

GE Capital Franchise Finance Corporation

FILED  
MAY 14 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

300004214699--4

05/14/01 31870-013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

<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 \_\_\_\_\_  
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Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

5/14/01

Order#: 4163733

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

nr  
514

TO AVOID  
SUFFICIENCY OF FILING  
FEE

2001 MAY 14 AM 11:12

RECEIVED  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA

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.*

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TALLAHASSEE, FLORIDA

1. GE Capital Franchise Finance 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. Delaware

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

3. 06-1462733

(FEI number, if applicable)

4. 08/08/1996

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 06/01/2001

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 44 Old Ridgebury Road, Danbury, CT 06804

(Principal office address)

same

(Current mailing address)

Acquisition, financing and leasing of various chain store properties, and servicing of loans.

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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(City)

(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

By: Cassie Beggs

(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 business addresses of officers and/or directors:

**A. DIRECTORS**

*SEE ATTACHMENT*

Chairman: Paul T. Bossidy

Address: 44 Old Ridgebury Road

Danbury, CT 06804

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Christopher Jacobs

Address: 44 Old Ridgebury Road

Danbury, CT 06804

Director: Thomas Fanelli

Address: 44 Old Ridgebury Road

Danbury, CT 06804

**B. OFFICERS**

President: Paul T. Bossidy

Address: 44 Old Ridgebury Road

Danbury, CT 06804

Vice President: Christopher Jacobs

Address: 44 Old Ridgebury Road

Danbury, CT 06804

Secretary: Amanda Skolan-Logue

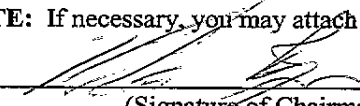
Address: 44 Old Ridgebury Road Danbury, CT 06804

Treasurer: Christopher Jacobs

Address: 44 Old Ridgebury Road Danbury, CT 06804

*SEE ATTACHMENT*

**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. Kendra L Burgess, Vice President  
(Typed or printed name and capacity of person signing application)

01 MAY 14 PM 3:41  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Attachment to Florida  
 Application By Foreign Corporation for Authorization to Transact Business In Florida  
**Officers & Directors**

01 MAY 14 PM 3:41  
 FILED  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

1. Full Name: Paul T. Bossidy  
 Officer/Director: Officer, Director  
 Officer's Title: President  
 Director's Title: Chairman  
 Business Address: 44 Old Ridgebury Road  
 City: Danbury  
 State: CT  
 ZIP Code: 06804
2. Full Name: Christopher Jacobs  
 Officer/Director: Officer, Director  
 Officer's Title: Treasurer/ VP  
 Director's Title: Other Director  
 Business Address: 44 Old Ridgebury Road  
 City: Danbury  
 State: CT  
 ZIP Code: 06804
3. Full Name: Thomas Fanelli  
 Officer/Director: Officer, Director  
 Officer's Title: Vice President  
 Director's Title: Other Director  
 Business Address: 44 Old Ridgebury Road  
 City: Danbury  
 State: CT  
 ZIP Code: 06804
4. Full Name: Kendra L Burgess  
 Officer/Director: Officer  
 Officer's Title: Vice President  
 Business Address: 44 Old Ridgebury Road  
 City: Danbury  
 State: CT  
 ZIP Code: 06804
5. Full Name: Amanda Skolan-Logue  
 Officer/Director: Officer  
 Officer's Title: Secretary  
 Business Address: 44 Old Ridgebury Road  
 City: Danbury  
 State: CT  
 ZIP Code: 06804
6. Full Name: Anthony M. DeVito  
 Officer/Director: Officer  
 Officer's Title: Vice President  
 Business Address: 44 Old Ridgebury Road  
 City: Danbury  
 State: CT  
 ZIP Code: 06804

State of Delaware  
Office of the Secretary of State PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GE CAPITAL FRANCHISE FINANCE CORPORATION" 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 NINTH DAY OF MAY, 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 MAY 14 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2653608 8300

AUTHENTICATION: 1125539

010224487

DATE: 05-09-01