

F02000000546

CT CORPORATION

FILED
2002 MAR -7 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

FCC-EC Acquisition Corp.

Changed Name to: FCC Equipment Financing, Inc.

100004961361--4

-02/20/02--01059--004

*****35.00 *****35.00

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> (X) Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input 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 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"/> (x) Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> (x) Pick Up
<input type="checkbox"/> Mail Out		

RECEIVED
02 FEB 20 AM 11:09
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

2/20/02

Order#: 5122873

Ref#: _____

Amount: \$ _____

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

A CCH LEGAL INFORMATION SERVICES COMPANY

N.C.
C. Coulliette MAR 07 2002



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 21, 2002

C T CORPORATION

TALLAHASSEE, FL

SUBJECT: FCC-EC ACQUISITION CORP.
Ref. Number: F02000000546

We have received your document for FCC-EC ACQUISITION CORP. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 302A00010710

** Conflicting name has changed.*

*Please refile
Thanks!
Ashley M.*

RECEIVED
02 MAR - 7 AM 11:10
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
2002 MAR -7 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. FCC-EC Acquisition Corp.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under laws of
3. January 31, 2002
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? February 7, 2002

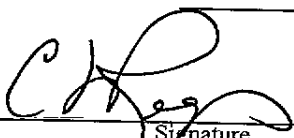
5. FCC Equipment Financing, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction


Signature

February 14, 2002
Date

Chris Regas
Typed or printed name

President
Title

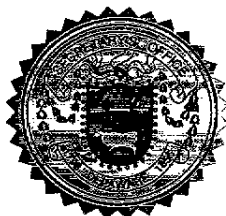
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "FCC-EC ACQUISITION CORP.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "FCC EQUIPMENT FINANCING, INC.", THE SEVENTH DAY OF FEBRUARY, A.D. 2002, AT 12:46 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



3477946 8320

020104099

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1617086

DATE: 02-15-02