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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

FOREIGN PROFIT QUALIFICATION

Lasalle National Leasing Corporation

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

DIVISION OF CORPORATION

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RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC -2 PM 12:20

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12-2-03

**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. LaSalle National Lending 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. 36-2770338

(FEI number, if applicable)

4. 04/27/1973

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(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. 135 S. LaSalle Street, Chicago, IL 60603

(Principal office address)

same

(Current mailing address)

8. personal property leasing

(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/o C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, 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.

By: Beverino Stuenkel

(Registered agent's signature)

Beverino Stuenkel
Assistant Secretary

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.

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TALLAHASSEE, FLORIDA

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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

14. Timothy D. Kaiser, Asst. Secretary
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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**ATTACHMENT TO
APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

Item 12. Names and Business Addresses of Officers and/or Directors

A. DIRECTORS

Norman R. Bobins
135 S. LaSalle Street
Chicago, IL 60603

M. Hill Hammock
135 S. LaSalle Street
Chicago, IL 60603

Carol L. Tenyak
135 S. LaSalle Street
Chicago, IL 60603

B. OFFICERS

Edward J. Dahlka, Jr. 135 S. LaSalle Street Chicago, IL 60603	President
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Martin L. Eisenberg 135 S. LaSalle Street Chicago, IL 60603	Vice President
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Carol L. Tenyak 135 S. LaSalle Street Chicago, IL 60603	Secretary
---	-----------

John R. Boyaris 135 S. LaSalle Street Chicago, IL 60603	Treasurer
---	-----------

Timothy D. Kaiser 135 S. LaSalle Street Chicago, IL 60603	Assistant Secretary
---	---------------------

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TALLAHASSEE, FLORIDA

Delaware

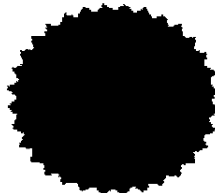
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LASALLE NATIONAL LEASING 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 ELEVENTH DAY OF NOVEMBER, A.D. 2003.

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.



0791053 8300

030722802

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2740610

DATE: 11-11-03