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**FOREIGN PROFIT QUALIFICATION**

**Captec Receivables Financing Corporation III**

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

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# 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. Captree Receivables Financing Corporation III  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co." or "Corp.")  
  
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 52-2109707  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/10/98 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1-1-04  
(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. 24 Frank Lloyd Wright Drive, Lobby L, 4th Floor, Ann Arbor, MI 48105  
(Principal office address)  
  
(Current mailing address)
8. PURCHASE AND SALE OF LIMITED NUMBER OF LOAN AND EQUIPMENT RECEIVABLES  
(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.

By: Brenda L. White Brenda L. White  
(Registered agent's signature) Asst. 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.

12. Names and business addresses of officers and/or directors: SEE ATTACHED EXHIBIT A

04 APR 21 AM 11:46

FILED

**A. DIRECTORS**

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

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

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

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_**B. OFFICERS**

President: \_\_\_\_\_

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. Gary A. Brouwer

(Signature of Director or Officer listed in number 12 of the application)

14. GARY A. BROUWER, SECRETARY

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

EXHIBIT ADirectors:

Patrick L. Beach	24 Frank Lloyd Wright Drive Lobby L, 4 <sup>th</sup> Floor Ann Arbor, MI 48105
W. Ross Martin	24 Frank Lloyd Wright Drive Lobby L, 4 <sup>th</sup> Floor Ann Arbor, MI 48105
Andrew L. Stidd	445 Broad Hollow Road Suite 239 Melville, NY 11747

Officers:

Patrick L. Beach	24 Frank Lloyd Wright Drive Lobby L, 4 <sup>th</sup> Floor Ann Arbor, MI 48105	President
W. Ross Martin	24 Frank Lloyd Wright Drive Lobby L, 4 <sup>th</sup> Floor Ann Arbor, MI 48105	Vice President
Frank T. Czajka	24 Frank Lloyd Wright Drive Lobby L, 4 <sup>th</sup> Floor Ann Arbor, MI 48105	Vice President
Gary A. Bruder	24 Frank Lloyd Wright Drive Lobby L, 4 <sup>th</sup> Floor Ann Arbor, MI 48105	Vice President and Secretary
Daniel J. Kelly	24 Frank Lloyd Wright Drive Lobby L, 4 <sup>th</sup> Floor Ann Arbor, MI 48105	Vice President and Treasurer

# Delaware

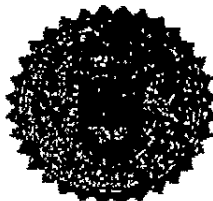
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## The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAPTEC RECEIVABLES FINANCING CORPORATION III" 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 TWENTIETH DAY OF APRIL, A.D. 2004.

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.



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

2919348 8300

AUTHENTICATION: 3061969

040286992

DATE: 04-20-04

TOTAL P.05