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TALLAHASSEE, FLORIDA

FO5-310
[Signature]



Marquette Financial Companies

Suite 3800
60 South Sixth Street
Minneapolis, MN 55402
Phone: (612) 661-3880
Fax: (612) 661-3863

Reply to writer at:
Suite 3800, 60 South Sixth Street
Minneapolis, MN 55402
Direct Dial No. 612-661-3891
Fax: 612-661-3863

January 7, 2005

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Marquette Business Credit, Inc.

Ladies and Gentlemen:

On behalf of our subsidiary, Marquette Business Credit, Inc., please find enclosed an Application By Foreign Corporation for Authorization to Transact Business in Florida, a Transmittal Letter, our check in the amount of \$78.75, and a Certificate of Good Standing.

Upon filing, please return a certified copy of the application to me at the address shown in the Transmittal Letter. If you have any questions or need additional information, please contact me at 612-661-3891. Thank you.

Yours truly,

Linda A. Vinchattle
Corporate Secretary

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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Marquette Business Credit, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Linda A. Vinchattle
(Name of Person)

Marquette Financial Companies
(Firm/Company)

60 South Sixth Street, Suite 3800
(Address)

Minneapolis, MN 55402
(City/State and Zip code)

For further information concerning this matter, please call:

Linda A. Vinchattle at (612) 661-3891
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☒ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee & Certificate of Status & Certified Copy

**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. Marquette Business Credit, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Minnesota 3. 41-0883341
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 3, 2004 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 60 South Sixth Street, Suite 3800, Minneapolis, MN 55402
(Principal office address)

60 South Sixth Street, Suite 3800, Minneapolis, MN 55402
(Current mailing address)

8. asset-based lending
(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 NOT acceptable)

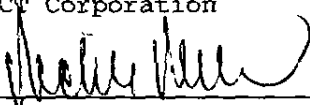
Name: CT Corporation System

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.

CT Corporation
BY: 
(Registered agent's signature)

Michele Miller
Assistant Secretary

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TALLAHASSEE, FLORIDA

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 complete list attached)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

(see complete list attached)

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. _____

Janice Ozzello Wilcox

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

14. Janice Ozzello Wilcox, Senior Vice President and Chief Financial Officer

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

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TALLAHASSEE, FLORIDA

MARQUETTE BUSINESS CREDIT, INC.
DIRECTORS AND OFFICERS
December 31, 2004

DIRECTORS

Name	Title	Address
James E. Casper	Director, President and Chief Executive Officer	Suite 1780 5910 North Central Expressway Dallas, TX 75206
Albert J. Colianni, Jr.	Director	Suite 3800 60 South Sixth Street Minneapolis, MN 55480
Stephen D. Fisher	Director	6045 Northwood Dallas, TX 75225
Jim S. Johnson	Director, Senior Vice President and Chief Credit Officer	Suite 1780 5910 North Central Expressway Dallas, TX 75206
Margaret S. Murphy	Director	Suite 3900 60 South Sixth Street Minneapolis, MN 55480
Janice Ozzello Wilcox	Director, Senior Vice President and Chief Financial Officer	Suite 3800 60 South Sixth Street Minneapolis, MN 55480

OFFICERS

Name	Title	Address
James E. Casper	President and Chief Executive Officer	Suite 1780 5910 North Central Expressway Dallas, TX 75206
Jim S. Johnson	Senior Vice President and Chief Credit Officer	Suite 1780 5910 North Central Expressway Dallas, TX 75206
Janice Ozzello Wilcox	Senior Vice President and Chief Financial Officer	Suite 3800 60 South Sixth Street Minneapolis, MN 55480
Michael D. Hadad	Senior Vice President	Suite 1780 5910 North Central Expressway Dallas, TX 75206
Ann H. Bourg	Vice President	Suite 3900 60 South Sixth Street Minneapolis, MN 55480
Kathi Rogers	Vice President	Suite 3900 60 South Sixth Street Minneapolis, MN 55480
Roger F. Schrom	Vice President	Suite 3900 60 South Sixth Street Minneapolis, MN 55480
Linda A. Vinchattle	Corporate Secretary	Suite 3800 60 South Sixth Street Minneapolis, MN 55480

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 TALLAHASSEE, FLORIDA

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State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Marquette Business Credit, Inc.

Date Formed: 05/03/2004

Chapter Governed By: 302A

This certificate has been issued on 01/04/05.


Mary Kiffmeyer
Secretary of State.