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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

BTM LEASING AND FINANCE, INC.

Certificate of Status	0
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Page Count	05
Estimated Charge	\$1,220.00

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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. BTM Leasing & Finance, 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. Delaware

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

3. 13-3474869

(FEI number, if applicable)

4. 7/26/1988

(Date of incorporation)

5. Perpetual

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

6. December 30, 2004

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

7. 1251 Avenue of the Americas, New York, NY 10020

(Principal office address)

1251 Avenue of the Americas, New York, NY 10020

(Current mailing address)

8. Leasing of real and personal property.

(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: Corporation Service Company

Office Address: 1201 Nays Street

Tallahassee

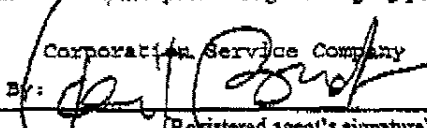
(City)

, Florida 32301

(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: Corporation Service Company

(Registered agent's signature)

Janet Budhu, Asst. Vice President

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

Chairman: Fumiyuki Akikusa

Address: 7-1 Marunouchi, 2-chome, Chiyoda-ku, Tokyo, Japan 100

Vice Chairman: _____

Address: _____

Director: Masahiko Umezono

Address: 7-1 Marunouchi, 2-chome, Chiyoda-ku, Tokyo, Japan 100

Director: Mitsuhiro Yamawaki

Address: 1251 Avenue of the Americas, New York, NY 10020

B. OFFICERS

President: Mitsuhiro Yamawaki

Address: 1251 Avenue of the Americas, New York, NY 10020

Vice President: Kazuki Sato

Address: 1251 Avenue of the Americas, New York, NY 10020

Secretary: Robert E. Hand

Address: 1251 Avenue of the Americas, New York, NY 10020

Treasurer: Tetsuya Himori

Address: 1251 Avenue of the Americas, New York, NY 10020

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 7 1 Himori
(Signature of Director or Officer listed in number 12 of the application)

14. Tetsuya Himori, Vice President and Treasurer
(Typed or printed name and capacity of person signing application)

BTM LEASING & FINANCE, INC.
1251 Avenue of the Americas
New York, New York 10020

Listing of Officers and Directors:
(as of June 4, 2004)

Officers:

<u>Name</u>	<u>Position</u>	<u>Business Mailing Address</u>
Mitsuhiro Yamawaki	President	1251 Ave. of the Americas New York, NY 10020
Larry K. Morris	Sr. Vice President & General Counsel	1251 Ave. of the Americas New York, NY 10020
Robert Hand	Secretary	1251 Ave. of the Americas New York, NY 10020
Tetsuya Himori	Vice President and Treasurer	1251 Ave. of the Americas New York, NY 10020
Kazuki Sato	Vice President	1251 Ave. of the Americas New York, NY 10020

Directors:

<u>Name</u>	<u>Position</u>	
Fumiyuki Akikusa	Chairman & Director	Marunouchi Head Office, 7-1 Marunouchi, 2-chome, Chiyoda-ku, Tokyo, Japan 100
Masahiko Umezono	Director	Marunouchi Head Office, 7-1 Marunouchi, 2-chome, Chiyoda-ku, Tokyo, Japan 100
Mitsuhiro Yamawaki	Director	1251 Avenue of the Americas, New York, NY 10020

Delaware

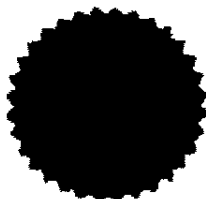
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BTM LEASING & FINANCE, INC." 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 SIXTEENTH DAY OF MARCH, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BTM LEASING & FINANCE, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF JULY, A.D. 1988.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3745911

DATE: 03-16-05

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