



**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** SunTrust Equipment Finance & Leasing Corp.  
Name of Corporation

**DOCUMENT NUMBER:** F07000005663

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kathryn Bouchillon  
Name of Contact Person

SunTrust Equipment Finance & Leasing Corp.  
Firm/Company

303 Peachtree Street NE, Suite 900  
Address

Atlanta, GA 30308  
City/State and Zip Code

kathryn.y.bouchillon@suntrust.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kathryn Bouchillon at (404) 813-9853  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**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.)

SECRET  
TALLAHASSEE, FLORIDA  
2017 DEC - 7 PM 4: 24  
FILED

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F07000005663

(Document number of corporation (if known))

1. SunTrust Equipment Finance & Leasing Corp.  
(Name of corporation as it appears on the records of the Department of State)
2. Virginia (Incorporated under laws of)
3. 11-15-2007 (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? \_\_\_\_\_
5. \_\_\_\_\_  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- (If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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.

Georgia  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Kathryn U. Bouchillon  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Kathryn Bouchillon  
(Typed or printed name of person signing)

Assistant Secretary  
(Title of person signing)

# STATE OF GEORGIA

## Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

### CERTIFIED COPY

I, **Brian P. Kemp**, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed with the Corporations Division of the Office of the Secretary of State of Georgia under the name of

### SUNTRUST EQUIPMENT FINANCE & LEASING CORP.

a Domestic Profit Corporation

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein:

Docket Number : 14932038  
Date Inc/Auth/Filed: 11/16/2007  
Jurisdiction : Georgia  
Print Date : 10/13/2017  
Form Number : 215



*B. P. Kemp*

Brian P. Kemp  
Secretary of State



**KAREN HANDEL**  
 Secretary of State

**OFFICE OF SECRETARY OF STATE  
 CORPORATIONS DIVISION**  
 315 West Tower, #2 Martin Luther King, Jr. Drive  
 Atlanta, Georgia 30334-1530  
 (404) 656-2817

Registered agent, officer, entity status information via the Internet  
<http://www.georgiacorporations.org>

**APPLICATION FOR CERTIFICATE OF AUTHORITY  
 FOR FOREIGN CORPORATION**

2007 NOV 16 PM 2:15  
 SECRETARY OF STATE  
 CORPORATIONS DIVISION

**IMPORTANT**

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: \_\_\_\_\_

**NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM**

1. SunTrust Equipment Finance & Leasing Corp.  
 Corporate Name  
 Upon Qualification  
 Name Reservation Number (Optional)  
 Date business commenced (or proposed) in Georgia (NOTE: If the date provided here is more than 30 days prior to the date the application is received by the Secretary of State, a \$500 penalty must be paid; penalty is statutory and cannot be waived by Secretary of State.)

2. Corporation Service Company (770) 925-0111  
 Name of filing person (certificate will be mailed to this person, at address below) Telephone Number  
 40 Technology Pkwy South, #300 Norcross GA 30092  
 Address City State Zip Code

3. Suite 700, 300 East Joppa Road Towson MD 21286  
 Principal Office Mailing Address (may be P.O. Box) City State Zip Code

4. Corporation Service Company  
 Name of Registered Agent in Georgia  
 40 Technology Pkwy South, #300  
 Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address)  
 Norcross Gwinnett GA 30092  
 City County State Zip Code

5. Circle/Check ONE  
 PROFIT  NONPROFIT  
 Jurisdiction (Home State or Country) Virginia  
 Date of Incorporation in home state: October 16, 2007

6. See attached officers/directors rider  
 Officer / CEO Address City State Zip Code

Officer / CFO Address  
 State of Georgia  
 Expedite Creation - Foreign Entity 4 Page(s)  
 See attached officers/directors rider  
 Officer / SEC Address  
 T0732324022

7. NOTICE: Mail or deliver the following items to the Secretary of State at the above address.  
 (1) Original and one copy of this application  
 (2) An ORIGINAL certificate of existence or good standing, not more than 90 days old, certified by the home state or country. Certificate from home state may not be more than 90 days old. (Copy of articles of incorporation from home state should NOT be submitted)  
 (3) Filing fee of \$225.00 payable to "Secretary of State." Filing fees are NON-refundable.

Authorized Signature Date 11/6/07  
 FORM 236

## OFFICERS/DIRECTORS RIDER

GA-Application for Certificate of Authority for Foreign Corp.

SunTrust Equipment Finance & Leasing Corp.

### List of Officers

**Name:** Charles Shufeldt **Title:** President  
**Bus. Addr.:** 303 Peachtree St. NE 4th FL, Atlanta, GA 30308

**Name:** Daniel E. McKew **Title:** CEO  
**Bus. Addr.:** 300 E. Joppa Road Suite 700, Towson, MD 21286

**Name:** Michael Powers **Title:** Secretary  
**Bus. Addr.:** 300 E. Joppa Road Suite 700, Towson, MD 21286

**Name:** John H. Beville **Title:** Senior Vice President  
**Bus. Addr.:** 25 Park Place, 25th Floor, Atlanta, GA 30303

**Name:** Jennifer L. Williams **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 7th FL, Atlanta, GA 30308

**Name:** Greg Weaver **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 6th FL, Atlanta, GA 30308

**Name:** Thomas Cira **Title:** Vice President  
**Bus. Addr.:** 300 E. Joppa Road Suite 700, Towson, MD 21286

**Name:** James A. Kehoe **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 7th FL, Atlanta, GA 30308

**Name:** Larry Binkley **Title:** Vice President  
**Bus. Addr.:** 300 E. Joppa Road Suite 700, Towson, MD 21286

**Name:** Ronald K. Rueve **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 6th FL, Atlanta, GA 30308

**Name:** Anne M. Handy **Title:** Chief Operations Officer  
**Bus. Addr.:** 300 E. Joppa Road Suite 700, Towson, MD 21286

**Name:** Portlynn Tyran **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 7th FL, Atlanta, GA 30308

**Name:** Deborah Jamison **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 6th FL, Atlanta, GA 30308

**Name:** Susan Boltacz **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 6th FL, Atlanta, GA 30308

**Name:** Robert L. Clarke, Jr. **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 6th FL, Atlanta, GA 30308

**Name:** Mary Lebsack **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 6th FL, Atlanta, GA 30308

**Name:** Wendy G. Smyth **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 7th FL, Atlanta, GA 30308

**Name:** Marc E. Carpentier **Title:** Vice President  
**Bus. Addr.:** 303 Peachtree Street, NE 7th FL, Atlanta, GA 30308

**List of Directors**

**Name:** Daniel E. McKew **Term:** Oct 17, 2009  
**Bus. Addr.:** 300 E. Joppa Road Suite 700, Towson, MD 21286

**Name:** Charles Shufeldt **Term:** Oct 17, 2009  
**Bus. Addr.:** 303 Peachtree St. NE 4th Fl, Atlanta, GA 30308

**Name:** Michael Powers **Term:** Oct 17, 2009  
**Bus. Addr.:** 300 E. Joppa Road Suite 700, Towson, MD 21286

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

SunTrust Equipment Finance & Leasing Corp. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is October 16, 2007.

Nothing more is hereby certified.

*Signed and Sealed at Richmond on this Date:  
November 9, 2007*



*Joel H. Peck*  
Joel H. Peck, Clerk of the Commission





## Department of Banking and Finance

2990 Brandywine Road, Suite 200

Atlanta, Georgia 30341-5565

770-986-1633

[www.gadbf.org](http://www.gadbf.org)

Sonny Perdue

Governor

November 8, 2007

Robert M. Braswell

Commissioner

Mr. Stephen Johnson  
First Vice President & Counsel  
SunTrust Banks, Inc.  
SunTrust Plaza  
303 Peachtree Street, Suite 3600  
Atlanta, GA 30308

Re: SunTrust Bank's Request for Approval for the Creation and Operation of One Indirect Subsidiary

Dear Mr. Johnson:

The Department is in receipt of your request to allow SunTrust Bank to create one indirect subsidiary of the bank. SunTrust Bank currently owns 100% of SunTrust Leasing Corporation, a subsidiary engaged in personal property leasing and financing transactions. SunTrust Leasing proposes to create SunTrust Equipment Finance & Leasing Corporation (the "New Sub"). The New Sub will be a Virginia corporation which will be 100% owned by SunTrust Leasing and consequently an indirect wholly owned subsidiary of the Bank.

Your letter states that SunTrust Leasing intends to transfer its personal property leasing and financing portfolio into the New Sub in order to take advantage of state tax savings. Currently, it is anticipated that this portfolio will have a value of approximately \$6 billion.

The Department of Banking and Finance does not object to SunTrust Bank creating the one indirect subsidiary as outlined in the terms of your letter. If the detail of the transaction changes before the closing takes place, please notify this office. If you have any questions concerning this letter please contact Supervisory Manager Michael Killeen at (770) 986- 5049.

Sincerely,

*Michael Killeen*  
*by Jmg*

Michael Killeen, CEM  
Supervisory Manager

mj



**Brian P. Kemp**  
Secretary of State

**STATE OF GEORGIA**  
**2010 Corporation Annual Registration**

OFFICE OF SECRETARY OF STATE  
Annual Registration Filings  
P.O. Box 23038  
Columbus, Georgia 31902-3038

Control No: 07095683  
Date Filed: 02/08/2010 04:18:PM  
Brian P. Kemp  
Secretary of State

**Chauncey Newsome**  
Director

Information on record as of: 2/8/2010

Entity Control No. 07095683                      Amount Due: \$85.00                      Amount Due AFTER April 1, 2010: \$110.00

SUNTRUST EQUIPMENT FINANCE & LEASING CORP.  
SUITE 700  
300 EAST JOPPA ROAD  
Towson MD, 21286

Each business entity registered or filed with the Office of Secretary of State is required to file an annual registration. Amount due for this entity is indicated above and below on the remittance form. Annual fee is \$30. If amount is more than \$30, the total reflects amount(s) due from previous year(s) and any applicable late fee(s). **Renew by April 1, 2010.** Your Annual Registration must be postmarked by April 1, 2010. If your registration and payment are not postmarked by April 1, 2010, you will be assessed a \$25.00 late filing penalty fee.

For faster processing, we invite you to file your Annual Registration online with a credit card at [www.georgiacorporations.org](http://www.georgiacorporations.org). The Corporations Division accepts Visa, MC, Discover, American Express and ATM/Debit Cards with the Visa or MC logo for online filings only. Annual Registrations not processed online require payment with a check, certified bank check or money order. **We cannot accept cash for payment.**

You may mail your registration in by submitting the bottom portion of this remittance with a check or money order payable to "Secretary of State". All checks must be pre-printed with a complete address in order to be accepted by our offices for your filing. **Absolutely, no counter or starter checks will be accepted. Failure to adhere to these guidelines will delay or possibly reject your filing.** Checks that are dishonored by your bank are subject to a \$30.00 NSF charge. Failure to honor your payment could result in a civil suit filed against you and/or your entity may be Administratively Dissolved by the Secretary of State. [See O.C.G.A. § 13-6-15 and Title 14, respectively.]

Officer, address and Agent information currently of record is listed below. Please verify "county of registered office." If correct and complete, detach bottom portion, sign, and return with payment. Or, enter changes as needed and submit. Complete each line, even if the same individual serves as Chief Executive Officer, Chief Financial Officer, and Secretary of the corporation.

**Note: Registered Agent address must be a street address in Georgia where the agent may be served personally. A mail drop or P.O. Box does not comply with Georgia law for registered office. P.O. Boxes may be used for principal office and officers' addresses.**

Any person authorized by the entity to do so may sign and file registration (including online filing). Additionally, a person who signs a document submits an electronic filing he or she knows is false in any material respect with the intent that the document be delivered to the Secretary of State for filing shall be guilty of a misdemeanor and, upon conviction thereof, shall be punished to the highest degree permissible by law. [O.C.G.A. § 14-2-129.]

Please return ONLY the original form below and applicable fee(s). For more information on Annual Registrations or to file online, visit [www.georgiacorporations.org](http://www.georgiacorporations.org). Or, call 404-656-2817. **PLEASE PRINT LEGIBLY.**

Current information printed below. Review and update as needed. Detach original coupon and return with payment.

CORPORATION NAME	ADDRESS	CITY	STATE	ZIP
SUNTRUST EQUIPMENT FINANCE & LEASING CORP.	SUITE 700 <del>300 EAST JOPPA ROAD</del> SUITE 700, 300 EAST JOPPA ROAD	Towson	MD	21286
CEO: DANIEL E MCKEW	SUITE 700, 300 EAST JOPPA ROAD	Towson	MD	21286
CFO: ANNE M HANDY	STE 700 300 EAST JOPPA RD	TOWSON	MD	21286
SEC: MICHAEL POWERS	SUITE 700, 300 EAST JOPPA ROAD	Towson	MD	21286
AGT: CORPORATION SERVICE COMPANY	40 TECHNOLOGY PARKWAY SOUTH	NORCROSS	GA	30092
IF ABOVE INFORMATION HAS CHANGES, TYPE OR PRINT CORRECTIONS BELOW:				
CORPORATION ADDRESS:				
CEO:				
CFO:				
SEC:				
AGT:			GA	
I CERTIFY THAT I AM AUTHORIZED TO SIGN THIS FORM AND THAT THE INFORMATION IS TRUE AND CORRECT.	P O BOX NOT ACCEPTABLE FOR REGISTERED AGENT'S ADDRESS	COUNTY OF REGISTERED OFFICE: GWINNETT	COUNTY CHANGE OR CORRECTION:	
AUTHORIZED SIGNATURE: Anne M Handy	DATE: 2/8/2010 4	<b>Total Due:</b>		
TITLE: Filer	EMAIL:	<b>\$85.00</b>		



**Brian P. Kemp**  
Secretary of State

**STATE OF GEORGIA**  
**2011 Corporation Annual Registration**

OFFICE OF SECRETARY OF STATE  
Annual Registration Filings  
P.O. Box 23038  
Columbus, Georgia 31902-3038

Control No: 07095683  
Date Filed: 02/01/2011 12:36 PM  
Brian P. Kemp  
Secretary of State

**Chauncey Newsome**  
Director

Information on record as of: 2/1/2011

**Entity Control No. 07095683**      **Amount Due: \$50.00**      **Amount Due AFTER April 1, 2011: \$75.00**

SUNTRUST EQUIPMENT FINANCE & LEASING CORP.  
SUITE 700  
300 EAST JOPPA ROAD  
Towson, MD 21286

Each business entity registered or filed with the Office of Secretary of State is required to file an annual registration. Amount due for this entity is indicated above and below on the remittance form. Annual fee is \$50. If amount is more than \$50, the total reflects amount(s) due from previous year(s) and any applicable late fee(s). **Renew by April 1, 2011.** Your Annual Registration must be postmarked by April 1, 2011. If your registration and payment are not postmarked by April 1, 2011, you will be assessed a \$25.00 late filing penalty fee.

For faster processing, we invite you to file your Annual Registration online with a credit card at [www.georgiacorporations.org](http://www.georgiacorporations.org). The Corporations Division accepts Visa, MC, Discover, American Express and ATM/Debit Cards with the Visa or MC logo for online filings only. Annual Registrations not processed online require payment with a check, certified bank check or money order. **We cannot accept cash for payment.**

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Please return **ONLY** the original form below and applicable fee(s). For more information on Annual Registrations or to file online, visit [www.georgiacorporations.org](http://www.georgiacorporations.org). Or, call 404-656-2817. **PLEASE PRINT LEGIBLY.**

**Current information printed below. Review and update as needed. Detach original coupon and return with payment.**

CORPORATION NAME	ADDRESS	CITY	STATE	ZIP
SUNTRUST EQUIPMENT FINANCE & LEASING CORP.	SUITE 700 300 EAST JOPPA ROAD	Towson	MD	21286
CEO: DANIEL E MCKEW	SUITE 700, 300 EAST JOPPA ROAD	Towson	MD	21286
CFO: ANNE M HANDY	STE 700 300 EAST JOPPA RD	TOWSON	MD	21286
SEC: MICHAEL POWERS	SUITE 700, 300 EAST JOPPA ROAD	Towson	MD	21286
AGT CORPORATION SERVICE COMPANY	40 TECHNOLOGY PARKWAY SOUTH	NORCROSS	GA	30092
<b>IF ABOVE INFORMATION HAS CHANGES, TYPE OR PRINT CORRECTIONS BELOW:</b>				
CORPORATION ADDRESS:				
CEO: JOHN P GIEGERICH	303 PEACHTREE STREET, 4TH FLOOR	ATLANTA	GA	30308
CFO: ANNE M HANDY	300 EAST JOPPA ROAD, SUITE 700	TOWSON	MD	21286
SEC: MICHAEL POWERS	300 EAST JOPPA ROAD, SUITE 700	Towson	MD	21286
AGT:			GA	
I CERTIFY THAT I AM AUTHORIZED TO SIGN THIS FORM AND THAT THE INFORMATION IS TRUE AND CORRECT.	P O BOX NOT ACCEPTABLE FOR REGISTERED AGENT'S ADDRESS	COUNTY OF REGISTERED OFFICE: GWINNETT	COUNTY CHANGE OR CORRECTION:	
AUTHORIZED SIGNATURE: Anne M Handy	DATE: 2/1/2011 1	<b>Total Due:</b> <b>\$50.00</b>		
TITLE: Filer	EMAIL: anne.handy@suntrust.com			



**Brian P. Kemp**  
Secretary of State

**STATE OF GEORGIA**  
**2012 Corporation Annual Registration**

OFFICE OF SECRETARY OF STATE  
Annual Registration Filings  
P.O. Box 23038  
Columbus, Georgia 31902-3038

Control No: 07095683  
Date Filed: 03/08/2012 10:55 AM  
Brian P. Kemp  
Secretary of State

Information on record as of: 3/8/2012

Entity Control No. 07095683                      Amount Due: \$50.00                      Amount Due AFTER April 1, 2012: \$75.00

SUNTRUST EQUIPMENT FINANCE & LEASING CORP.  
300 EAST JOPPA ROAD, SUITE 700  
TOWSON, MD 21286

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For faster processing, we invite you to file your Annual Registration online with a credit card at [www.georgiacorporations.org](http://www.georgiacorporations.org). The Corporations Division accepts Visa, MC, Discover, American Express and ATM/Debit Cards with the Visa or MC logo for online filings only. Annual Registrations not processed online require payment with a check, certified bank check or money order. **We cannot accept cash for payment.**

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SEC: MICHAEL POWERS	300 EAST JOPPA ROAD, SUITE 700	Towson	MD	21286
AGT CORPORATION SERVICE COMPANY	40 TECHNOLOGY PARKWAY SOUTH	NORCROSS	GA	30092
<b>IF ABOVE INFORMATION HAS CHANGES, TYPE OR PRINT CORRECTIONS BELOW:</b>				
CORPORATION ADDRESS:	300 EAST JOPPA ROAD, SUITE 700	TOWSON	MD	21286
CEO: KENNETH A TURNER	300 EAST JOPPA ROAD, SUITE 700	TOWSON	MD	21286
CFO:				
SEC: MICHAEL POWERS	300 EAST JOPPA ROAD, SUITE 700	TOWSON	MD	21286
AGT:			GA	
I CERTIFY THAT I AM AUTHORIZED TO SIGN THIS FORM AND THAT THE INFORMATION IS TRUE AND CORRECT.	P.O. BOX NOT ACCEPTABLE FOR REGISTERED AGENT'S ADDRESS	COUNTY OF REGISTERED OFFICE: GWINNETT	COUNTY CHANGE OR CORRECTION:	
AUTHORIZED SIGNATURE: ANNE M HANDY	DATE: 3/8/2012 1	<b>Total Due:</b>		<b>\$50.00</b>
TITLE: Filer	EMAIL: anne.handy@suntrust.com			



**Brian P. Kemp**  
Secretary of State

**STATE OF GEORGIA**  
**2013 Corporation Annual Registration**

OFFICE OF THE SECRETARY OF STATE  
Annual Registration Filing  
P.O. Box 23038  
Columbus, Georgia 31902-3038

Information on record as of: 10:29:24 AM

Entity Control No. 07095683

Amount Due: \$50.00

Amount Due AFTER April 1, 2013: \$75.00

SUNTRUST EQUIPMENT FINANCE &  
LEASING CORP.  
300 EAST JOPPA ROAD  
SUITE 700  
TOWSON, Maryland 21286

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Please return ONLY the original form below and applicable fee(s). For more information on Annual Registrations or to file online, visit <http://www.sos.ga.gov/corporations/>. Or, call 404-656-2817.

CORPORATION NAME	ADDRESS	CITY	STATE	ZIP
: MICHAEL POWERS	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286
: ANNE M HANDY	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286
: KENNETH A TURNER	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286

THE ABOVE INFORMATION HAS BEEN UPDATED TO:

CORPORATION NAME	ADDRESS	CITY	STATE	ZIP
SUNTRUST EQUIPMENT FINANCE & LEASING CORP.	300 EAST JOPPA ROAD, SUITE 700	TOWSON	Maryland	21286
CEO: KENNETH A TURNER	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286
CFO: ANNE M HANDY	303 PEACHTREE STREET NE SUITE 2901	ATLANTA	Georgia	30308
SEC: LAWRENCE D COOPER	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286

AGT: CORPORATION SERVICE COMPANY	40 TECHNOLOGY PARKWAY SOUTH, SUITE #300	NORCROSS	Georgia	30092
I CERTIFY THAT I AM AUTHORIZED TO SIGN THIS FORM AND THAT THE INFORMATION IS TRUE AND CORRECT.	P.O. BOX NOT ACCEPTABLE FOR REGISTERED AGENT'S ADDRESS	COUNTY OF REGISTERED OFFICE:	Gwinnett County	
AUTHORIZED SIGNATURE: ANNE M HANDY		Date: 3/11/2013 10:29:09 AM	Total Due:	
Title: CFO	Email: ANNE.HANDY@SUNTRUST.COM		\$50.00	

BR201 2013 Corporation Annual Registration

135 070956837 0050009 SUNTRUSTEQUIPMENTFIN 201304016 0075000



**Brian P. Kemp**  
Secretary of State

**STATE OF GEORGIA**  
**2014 Corporation Annual Registration**

Secretary of State  
Control No.: 07095683  
Date Filed: 3/17/2014 12:26:20 PM

OFFICE OF THE SECRETARY OF STATE  
Annual Registration Filing  
P.O. Box 23038  
Columbus, Georgia 31902-3038

Information on record as of: 12:26:21 PM

**Entity Control No. 07095683**

**Amount Due: \$50.00**

**Amount Due AFTER June 1, 2014: \$75.00**

SUNTRUST EQUIPMENT FINANCE &  
LEASING CORP.  
300 EAST JOPPA ROAD  
SUITE 700  
TOWSON, Maryland 21286

Each business entity registered or filed with the Office of Secretary of State is required to file an annual registration. Amount due for this entity is indicated above and below on the remittance form. Annual fee is \$50. If amount is more than \$50, the total reflects amount(s) due from previous year(s) and any applicable late fee(s). **Renew by April 1, 2013** Your Annual Registration must be postmarked by June 1, 2014. If your registration and payment are not postmarked by June 1, 2014, you will be assessed a \$25.00 late filing penalty fee.

For faster processing, we invite you to file your Annual Registration online with a credit card at <http://www.sos.ga.gov/corporations/>. The Corporations Division accepts Visa, MC, Discover, American Express and ATM/Debit Cards with the Visa or MC logo for online filings only. Annual Registrations not processed online require payment with a check, certified bank check or money order. **We cannot accept cash for payment.**

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CORPORATION NAME	ADDRESS	CITY	STATE	ZIP
SUNTRUST EQUIPMENT FINANCE & LEASING	300 EAST JOPPA ROAD, SUITE 700	TOWSON	MD	21286
CEO: KENNETH A TURNER	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286
CFO: ANNE M HANDY	303 PEACHTREE STREET NE SUITE 2901	ATLANTA	Georgia	30308
SEC: LAWRENCE D COOPER	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286

**THE ABOVE INFORMATION HAS BEEN UPDATED TO:**

CORPORATION NAME	ADDRESS	CITY	STATE	ZIP
SUNTRUST EQUIPMENT FINANCE & LEASING CORP.	300 EAST JOPPA ROAD, SUITE 700	TOWSON	Maryland	21286
CEO: PAUL M. SEVERN	3333 PEACHTREE ROAD SUITE 700	ATLANTA	Georgia	30326
CFO: CANDACE E. BIRD-DIAZ	3333 PEACHTREE ROAD	ATLANTA	Georgia	30326
SEC: LAWRENCE D COOPER	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286

AGT: CORPORATION SERVICE COMPANY	40 TECHNOLOGY PARKWAY SOUTH SUITE 300	NORCROSS	Georgia	30092
I CERTIFY THAT I AM AUTHORIZED TO SIGN THIS FORM AND THAT THE INFORMATION IS TRUE AND CORRECT.	P.O. BOX NOT ACCEPTABLE FOR REGISTERED AGENT'S ADDRESS	COUNTY OF REGISTERED OFFICE	Ben Hill County	
AUTHORIZED SIGNATURE: WILLIAM G STURM II		Date: 3/17/2014 12:26:20 PM	Total Due:	
Title: Vice President	Email: chip.sturm@SunTrust.com		<b>\$50.00</b>	



**Brian P. Kemp**  
Secretary of State

**STATE OF GEORGIA**  
**2015 Corporation Annual Registration**

OFFICE OF THE SECRETARY OF STATE  
Annual Registration Filing  
P.O. Box 23038  
Columbus, Georgia 31902-3038

Secretary of State  
Control No.: 07095683  
Date Filed: 3/26/2015 7:18:43 AM

Information on record as of: 7:18:45 AM

Entity Control No.: 07095683

Amount Due: \$50.00

Amount Due AFTER April 1, 2015: \$75.00

SUNTRUST EQUIPMENT FINANCE &  
LEASING CORP.  
3333 Peachtree Road, NE  
3rd Floor  
Atlanta, Georgia 30326

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CFO: CANDACE E. BIRD-DIAZ	3333 PEACHTREE ROAD	ATLANTA	Georgia	30326
SEC: LAWRENCE D COOPER	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286

**THE ABOVE INFORMATION HAS BEEN UPDATED TO:**

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SUNTRUST EQUIPMENT FINANCE & LEASING CORP.	3333 Peachtree Road, NE, 3rd Floor	Atlanta	Georgia	30326
CEO: PAUL M. SEVERN	3333 PEACHTREE ROAD SUITE 700	ATLANTA	Georgia	30326
CFO: CANDACE E. BIRD-DIAZ	3333 PEACHTREE ROAD	ATLANTA	Georgia	30326
SEC: LAWRENCE D COOPER	300 EAST JOPPA ROAD SUITE 700	TOWSON	Maryland	21286

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AUTHORIZED SIGNATURE: LAWRENCE D. COOPER		Date:3/26/2015 7:18:43 AM	Total Due:
Title:Director	Email:		<b>\$50.00</b>

BR201 2015 Corporation Annual Registration





Brian P. Kemp  
Secretary of State

STATE OF GEORGIA  
2015 Corporation Annual Registration

OFFICE OF THE SECRETARY OF STATE  
Annual Registration Filing  
P.O. Box 23038  
Columbus, Georgia 31902-3038

Secretary of State  
Control No.: 07095683  
Date Filed: 4/8/2015 12:27:03 PM

Information on record as of: 12:27:05 PM

Entity Control No.: 07095683

Amount Due: \$50.00

Amount Due AFTER April 1, 2015: \$50.00

SUNTRUST EQUIPMENT FINANCE &  
LEASING CORP.  
3333 Peachtree Road, NE  
3rd Floor  
Atlanta, Georgia 30326

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CFO: CANDACE E. BIRD-DIAZ	3333 PEACHTREE ROAD	ATLANTA	Georgia	30326
SEC: LAWRENCE D COOPER	3333 Peachtree Road NE	ATLANTA	Georgia	30326

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AUTHORIZED SIGNATURE: LAWRENCE D. COOPER		Date:4/8/2015 12:27:03 PM	Total Due:
Title:Director	Email:		<b>\$50.00</b>

BR201 2015 Corporation Annual Registration

# STATE OF GEORGIA

## Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

### ANNUAL REGISTRATION

\*Electronically Filed\*

Secretary of State

Filing Date: 3/4/2016 4:44:09 PM

#### BUSINESS INFORMATION

CONTROL NUMBER	07095683
BUSINESS NAME	SUNTRUST EQUIPMENT FINANCE & LEASING CORP.
BUSINESS TYPE	Foreign Profit Corporation
EFFECTIVE DATE	03/04/2016

#### PRINCIPAL OFFICE ADDRESS

ADDRESS 3333 Peachtree Road, NE, 4th Floor, Atlanta, GA, 30326, USA

#### REGISTERED AGENT'S NAME AND ADDRESS

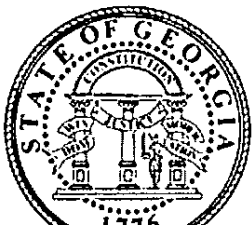
NAME	ADDRESS
CORPORATION SERVICE COMPANY	40 TECHNOLOGY PARKWAY SOUTHSUITE 300, Ben Hill, NORCROSS, GA, 30092, USA

#### OFFICERS INFORMATION

NAME	TITLE	ADDRESS
JAMES G WATKINS	CFO	3333 PEACHTREE ROAD, 4TH FLOOR, ATLANTA, GA, 30326, USA
LAWRENCE D COOPER	SECRETARY	3333 PEACHTREE ROAD, 4TH FLOOR, ATLANTA, GA, 30326, USA
PAUL M. SEVERN	CEO	3333 PEACHTREE ROAD, 4TH FLOOR, ATLANTA, GA, 30326, USA

#### AUTHORIZER INFORMATION

AUTHORIZER SIGNATURE	LAWRENCE D. COOPER
AUTHORIZER TITLE	Officer



*B. P. Kemp*

Brian P. Kemp  
Secretary of State

# STATE OF GEORGIA

## Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

### CERTIFICATE OF CONVERSION

I, Brian P. Kemp, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on 1/1/2017 converting

**SUNTRUST EQUIPMENT FINANCE & LEASING CORP.**

a Foreign Profit Corporation

to

**SUNTRUST EQUIPMENT FINANCE & LEASING CORP.**

a Domestic Profit Corporation

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of  
Atlanta and the State of Georgia on 01/10/2017



*B. P. Kemp*

Brian P. Kemp  
Secretary of State

**CERTIFICATE OF CONVERSION  
OF  
SUNTRUST EQUIPMENT FINANCE & LEASING CORP.  
TO BECOME A CORPORATION  
UNDER THE GEORGIA BUSINESS CORPORATION CODE**

Pursuant to O.C.G.A. § 14-2-1109.2, the following corporation submits this Certificate of Conversion to convert to a Georgia corporation and certifies that:

1. SunTrust Equipment Finance & Leasing Corp., a Virginia corporation, duly formed on October 16, 2007 (hereinafter the "Corporation") hereby elects to become a Georgia corporation.

2. The election has been approved by all of the shareholders of the Corporation as required by O.C.G.A. §§ 14-2-1109.2(a).

3. Upon the filing of this Certificate of Conversion, the shareholders of the Corporation shall convert all of their shares of stock of the Corporation into an equivalent number of shares of stock of the Corporation as incorporated under Georgia law, pursuant to this Certificate of Conversion and in accordance with the Georgia Business Corporation Code.

4. That filed with this Certificate of Conversion are Articles of Incorporation that are in the form required by O.C.G.A. § 14-2-202, that set forth a name for the Corporation that satisfies O.C.G.A. § 14-2-401, and such Articles of Incorporation shall govern the corporation being formed by this election unless and until modified in accordance with the Georgia Business Corporation Code.

5. The effective date of this Certificate of Conversion shall be January 1, 2017.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Conversion to be executed this 20<sup>th</sup> day of December, 2016.

**SUNTRUST EQUIPMENT FINANCE &  
LEASING CORP.**

By: Kathryn Bouchillon  
Name: Kathryn Bouchillon  
Title: Assistant Secretary

NOTARIAL PUBLIC

5 14 01 03 3 1 0 2

**ARTICLES OF INCORPORATION  
OF  
SUNTRUST EQUIPMENT FINANCE & LEASING CORP.**

Article I

The name of the corporation is SunTrust Equipment Finance & Leasing Corp. (hereinafter referred to as the "Corporation").

Article II

The period of existence of the Corporation is perpetual.

Article III

The mailing address of the initial principal office of the Corporation shall be P.O. Box 4418, Atlanta, GA 30302.

Article IV

The street address of the initial registered office of the corporation shall be 40 Technology Parkway South, Suite 300, Norcross, GA 30092. The initial registered agent at that address shall be Corporation Service Company.

Article V

The Corporation shall have authority to issue 5,000 shares of common stock, each of no par value.

Article VI

The directors of the Corporation shall be indemnified by the Corporation to the fullest extent provided by Part 5 of Article 8 of the Georgia Business Corporation Code.

Article VII

The directors of the Corporation shall have no personal liability to the Corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director resulting from any act or omission, other than personal liability of a director for:

(a) any appropriation, in violation of his duties, of any business opportunity of the Corporation;

(b) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;

(c) the types of liability set forth in Georgia Business Corporation Code Section 14-2-832; or

(d) any transaction from which the director derived an improper personal benefit.

#### Article VIII

The Corporation shall have the authority to conduct any lawful business.

#### Article IX

The name and address of the incorporator is: Kathryn Bouchillon, 303 Peachtree Street, NE, Suite 900, Atlanta, GA 30308.

**IN WITNESS WHEREOF**, the undersigned has executed these articles of incorporation this 1st day of January, 2017.

  
\_\_\_\_\_  
Kathryn Bouchillon, Incorporator

2016 DEC 23 11:10:49  
CORPORATION





# STATE OF GEORGIA

Secretary of State  
Corporations Division  
313 West Tower  
2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

Annual Registration

\*Electronically Filed\*  
Secretary of State  
Filing Date: 01/31/2017 14:32:21

## BUSINESS INFORMATION

BUSINESS NAME : SUNTRUST EQUIPMENT FINANCE & LEASING CORP.  
CONTROL NUMBER : 07095683  
BUSINESS TYPE : Domestic Profit Corporation

## BUSINESS INFORMATION CURRENTLY ON FILE

PRINCIPAL OFFICE ADDRESS : P.O. BOX 4418 , 4th Floor, Atlanta, GA, 30302, USA  
REGISTERED AGENT NAME : CORPORATION SERVICE COMPANY  
REGISTERED OFFICE ADDRESS : 40 TECHNOLOGY PARKWAY SOUTHSUITE 300, Ben Hill, NORCROSS, GA, 30092, USA

## UPDATES TO ABOVE BUSINESS INFORMATION

PRINCIPAL OFFICE ADDRESS : 3333 Peachtree Road, NE, 4th Floor, Atlanta, GA, 30326, USA  
REGISTERED AGENT NAME : CORPORATION SERVICE COMPANY  
REGISTERED OFFICE ADDRESS : 40 TECHNOLOGY PARKWAY SOUTHSUITE 300, Ben Hill, NORCROSS, GA, 30092, USA

OFFICER	TITLE	ADDRESS
Paul Severn, M.	CEO	3333 Peachtree Road NE, 4th Floor, Atlanta, GA, 30326, USA
Lawrence Cooper, D.	Secretary	3333 Peachtree Road NE, 4th Floor, Atlanta, GA, 30326, USA
James Watkins, G.	CFO	3333 Peachtree Road NE, 4th Floor, Atlanta, GA, 30326, USA

## AUTHORIZER INFORMATION

AUTHORIZER SIGNATURE : Lawrence D. Cooper  
AUTHORIZER TITLE : Officer