

F9400000 2950

Florida Department of State
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

THE CIT GROUP/CONSUMER FINANCE, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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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.)

SECTION I
(1-3 MUST BE COMPLETED)

F94000002950

(Document number of corporation (if known))

1. The CIT Group/Consumer Finance, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. 06/06/1994

(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? 03/16/2009

5. CIT Loan Corporation

(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)

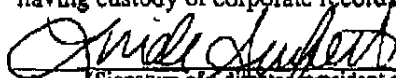
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(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.



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

LINDA SEUFERT

(Typed or printed name of person signing)

ASST. SECRETARY

(Title of person signing)

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THE CIT GROUP/CONSUMER FINANCE, INC.", CHANGING ITS NAME FROM "THE CIT GROUP/CONSUMER FINANCE, INC." TO "CIT LOAN CORPORATION", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF MARCH, A.D. 2009, AT 1:29 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2310640 8100

090269996

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7188593

DATE: 03-16-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:35 PM 03/16/2009
FILED 01:29 PM 03/16/2009
SRV 090269996 - 2310640 FILE

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
THE CIT GROUP/CONSUMER FINANCE, INC.

THE CIT GROUP/CONSUMER FINANCE, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of The CIT Group/Consumer Finance, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read in its entirety as follows:

"The name of the corporation is CIT Loan Corporation."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by Linda M. Seufert, its Assistant Secretary, this 16th day of March, 2009.

THE CIT GROUP/CONSUMER FINANCE, INC.

By 
Linda M. Seufert
Assistant Secretary