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CH2E031 (1.89)

Acknowledgment

W.P. VerNet

HPSC Funding Corp. I 60 State Street Boston, Massachusetts 02109

March 13, 1995

RE: Permission to use Corporate Name HPSC Bravo Funding Corp.

Dear Sir/Madam:

On behalf of HPSC Funding Corp. I, I hereby grant permission to the incorporator of HPSC Bravo Funding Corp., a corporation incorporated in the state of Delaware to use the corporate name HPSC Bravo Funding Corp. for all lawful purposes, and in any state in which it is qualified as a foreign corporation to do business.

HPSC Funding Corp. I

Rv.

John Everets, Jr., President

0120799.01

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING

**CORPORATION* or words or abbreviations of like import in language, as will clearly inditate it is a corporation instead of a natural person of partnership if not so contained in the name at present.) 2. Belavare (State or country under the law of which it is incorporated) 3. Jenuary 12, 1995 (Date of incorporation) (Duration) (Duration) (Duration) (Federal Employer Identification number, if applicable) (Federal Employer Identification number, if applicable) (Federal Employer Identification number, if applicable) (Current mailing address) (Current mailing address) (Current mailing address) See attached purpose clause Brief description of the nature of the business in which it is engaged in the state of Floridation number, if application of the nature of the business in which it is engaged in the state of Floridation number, if application of the nature of the business in which it is engaged in the state of Floridation number, if application number, if applicable) See attached purpose clause Brief description of the nature of the business in which it is engaged in the state of Floridation number, if applicable) Names and street addresses of officers and or directors: Directors: Directors: Robert H. Forrester 15 Lewis Street, Hartford, C* 06103	that it is a se	ION" or words or	HPSC Bravo Fund include the word abbreviations of lik	e import i	in language,	OMPANY,"	or duindi
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(FLA.-2189)

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Purpose Clause of HPSC Bravo Funding Corp.

- a. to acquire, own, hold, sell, transfer, assign, finance, refinance and otherwise deal with (i) equipment leases, conditional sales agreements, and leasehold improvement notes, (ii) all payments made under the foregoing, (iii) the equipment which is the subject of equipment leases, security interests in equipment and proceeds of sale of equipment, (iv) policies of insurance relating to the foregoing, and proceeds of those insurance policies, (v) interest rate exchange, collar, cap, swap or similar agreements and (vi) any other assets which may be incidental to the ownership of the foregoing (the items in clauses (i) through (vi) being referred to hereinafter as the "Assets");
- b. in payment of all cr a portion of the purchase price of the Assets, to incur indebtedness, which may be secured or unsecured and may be senior to, of equal rank with, or subordinated to, any other indebtedness of the Corporation;
- c. to issue and sell debt securities, or otherwise incur indebtedness on a revolving credit or fixed term basis, in either case to be secured by the Assets;
- d. to invest and reinvest the funds received or collected by the Corporation with respect to the Assets in such interest-bearing or discount securities, loans or other investments as the Board of Directors deems appropriate.

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HPSC BRAVO FUNDING CORP." 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 THIRD DAY OF APRIL, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

SECRETARY OF STATE DIVISION OF CORPORATIONS

95 APR -5 PM 1: 28



Edward J. Freel, Secretary of State

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AUTHENTICATION:

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950073064

DATE:

04-03-95