

Document Number of

F9500000 2514

CT CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

300001497073

-05/23/95--01110--003

*****70.00 *****70.00

Unionbank Leasing Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 PM 2:08

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Certified Copy

☐ Photo Copies

☐ Fictitious name Filing

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

5/23/95
3:00

PLEASE RETURN EXTRA COPIES
FILE STAMPED

RECEIVED
MAY 23 11:31
DIVISION OF CORPORATIONS

**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. Unionbank Leasing Corporation
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

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

3. November 25, 1970 4. Perpetual
(Date of Incorporation) (Duration)

5. 95-2760437
(Federal Employer Identification number, if applicable)

6. Upon Qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 445 South Figueroa Street, Los Angeles, California 90071
(Current mailing address)

Financing and leasing of real and personal property of every kind and
8. nature
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 PM 2:08

B. Officers:

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(if needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

Zip Code

11. 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.

Registered agent's signature: _____

C T Corporation System
Patricia A. Canario
(Officer)
PATRICIA A. CANARIO,
(Special Assistant Secretary)
(Type Name and Title of Officer)

12. 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.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Gary Christensen, Vice President

(Name and capacity of person signing application)

UNIONBANC LEASING CORPORATION

OFFICERS AND DIRECTORS:

	<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
<u>2 DIRECTORS</u>			
1	Donald A. Brunell, Jr.	Director	2320 Brantford Court Walnut, CA
2	Robert S. Clarke	Director	1412 N. Sycamore Ave. Fullerton, CA
1	Terafumi Hiroshima	Director	1500 Lakeview Drive Hillsborough, CA 94010
3	Leroy B. Onishi	Director	17341 Yorkshire Ave. Yorba Linda, CA 92670

OFFICERS

3	Leroy B. Onishi	President	17341 Yorkshire Ave. Yorba Linda, CA 92670
	Eugene F. McCulloch, Jr.	Executive Vice President	182 Dedham Street Dover, MA 02030
	Leo R. Chausse	Senior Vice President	5 Standish Circle Canton, MA 02021
	Masaharu Hamakawa	Senior Vice President	177 Baldpate Hill Rd. Newton, MA 02159
2	Gerald J. Fitch	Vice President, Treasurer and Chief Financial Officer	818 Lynnhaven Lane LaCañada, CA 91011
	Gary L. Christensen	Vice President Cohasset, MA 02025	82 Forest Avenue
	Patricia Donoghue	Vice President Watertown, MA 02172	79 Channing Road
	Paul Goss	Vice President	167 Shore Drive Winthrop, MA 02152
	Mark A. Helman	Assistant Secretary	29 Brookfield Road Wellesley, MA 02181
	Charles E. Horton, Jr.	Vice President	3 Scotland Heights N. Reading, MA 01864

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 MAY 23 PM 2:08

NAME	OFFICE	ADDRESS
Michael E. Lewicki	Vice President	759 Main Street Boxford, MA 01921
2 Wayne Masuda	Vice President and Assistant Treasurer	11600 Montana Ave. #111 Los Angeles, CA 90049
David A. Meehan	Vice President	95 Orchard Street Belmont, MA 02178
John McCarthy	Vice President	15 Hillcrest Road Medfield, MA 02052
2 William A. Moore, Jr.	Secretary	7801 Stewart Avenue Los Angeles, CA 90045
Philip Murphy	Credit Officer	155 Pleasant Street Melrose, MA 02176
3 James F. Nese	Vice President	147 South Thistle Brea, CA 92621
3 Linh Nguyen	Vice President and Assistant Treasurer	5380 Cerro Sur El Sobrante, CA 94803
1 Jean C. Nomura	Assistant Secretary	1043 Rosewood Way Alameda, CA 94803
Joseph W. O'Brien	Vice President	220 Manomet Avenue P.O. Box 1391 Manomet, MA 02345
Joseph Porta	Vice President	131 Whitmore Street Brockton, MA 02401
Richard F. Quinn, Jr.	Vice President and Controller	16 Squantum Avenue North Easton, MA 02356
1 David Reep	Vice President and Assistant Treasurer	2312 Sweetwater Drive Martinez, CA 94553
Philip S. Sternstein	Vice President and Assistant Secretary	38 Lehigh Road Wellesley, MA 02181
Philip A. Spokowski	Vice President	31 Barnstable Road Wellesley Hills, MA 02181
Thomas J. Thornton	Vice President	159 Belmont Avenue Lowell, MA 01850

• Office Address

- 1 350 California Street
San Francisco, CA 94104
- 2 445 South Figueroa Street
Los Angeles, CA 90071
- 3 Equipment Leasing Department/
Commercial Finance Division
70 South Lake Avenue, Suite 900
Pasadena, CA 91101

All others:

125 Summer Street
Boston, MA 02110

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 PM 2:08

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 25th day of November, 19 70.

UNIONBANC LEASING CORPORATION

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
17th day of May, 1995

Bill Jones
BILL JONES
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 PM 2:09

Document Number Only

F95000002514

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

Unionbank Leasing Corporation

Changed name to:

Unionbank Leasing Corporation

FILED
97 MAR 11 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☒ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

600002110316--7

-03/11/97--01121--002

☐ Merger ***35.00 *****35.00

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ After 4:30

☒ Pick Up

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPY(S)

FILE STAMPED

RECEIVED
97 MAR 11 AM 11:26
DIVISION OF CORPORATION

CR2E031 (1-89)

3/11/97

Name Change
4/3/97

DC



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 11, 1997

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: UNIONBANC LEASING CORPORATION
Ref. Number: F95000002514

We have received your document for UNIONBANC LEASING CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
Suite 1401, The Capitol
Tallahassee, FL 32399-0350
(904) 488-1111.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 097A00012419

4-3

*Darlene,
Please see attached
Clearance doc. If possible,
please back-date to 3-11-97.*

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

*Thanks,
Amara*



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

March 26, 1997

Ms. Elizabeth K. Johnson
Vice President/Senior Counsel
BTM Capital Corporation
125 Summer Street
Boston, MA 02110

Dear Ms. Johnson:

Re: "UnionBanCal Leasing Corporation"

Reference is made to your letter/fax dated March 26, requesting approval of the above-referenced corporate name which will be a subsidiary of UnionBanCal Corporation, a bank holding company affiliated with Union Bank of California.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the above-subject corporate name being registered to transact business in the State of Florida.

Sincerely,

Wm. Douglas Johnson
Assistant Director
Division of Banking
101 E. Gaines Street
The Fletcher Building-Sixth Floor
Tallahassee, FL 32399-0350
(904) 488-1111
Fax # (904) 921-2365

:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Secretary of State's Office

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
97 MAR 11 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Unionbank Leasing Corporation
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: California
3. Date authorized to do business in Florida: May 23, 1995

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change affected under the laws of its jurisdiction of incorporation?

June 12, 1996

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

UnionBank Leasing Corporation

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

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

Leroy B. Onishi

Signature
Name and Title

Leroy B. Onishi, President

2/19/97

Date



SECRETARY OF STATE

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 12th *day of* June, 1996,

there was filed in this office a(n) Certificate of Amendment

whereby Article I *of the Articles of Incorporation of*

UNIONBANC LEASING CORPORATION

a California corporation, was amended to set forth a change of corporate name to

UNIONBANCAL LEASING CORPORATION



*IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
28th day of February, 1997.*

Bill Jones
Secretary of State