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6645-17129

TO: Qualification/Tax Lien Section
Division of Corporations

QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA 32314

SUBJECT: AMERICAN FINANCE GROUP, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

MARY KELLEY
(Name of Person)

PLM INTERNATIONAL, INC.
(Firm/Company)

ONE MARKET, STEUART STREET TOWER, #900
(Address)

SAN FRANCISCO, CALIFORNIA 94105-1301
(City/State/Zip)

gf

Should you need to call someone concerning this matter, please call:

MARY KELLEY
(Name of Person)

at (415) 905-6210
(Area Code & Daytime Telephone Number)

RECEIVED BY DIVISION
TALLAHASSEE, FLORIDA

93 SEP -6 PM 2:22

FILED

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

August 25, 1995

MARY KELLEY
PLM INTERNATIONAL INC
ONE MARKET, STEUART STREET TOWER, #900
SAN FRANCISCO, CA 94105-1301

SUBJECT: AMERICAN FINANCE GROUP, INC.
Ref. Number: W95000017229

We have received your document for AMERICAN FINANCE GROUP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 395A00039833



PLM INTERNATIONAL, INC.

One Market Plaza
Street Street Level, Suite 300
San Francisco, CA 94104-1400

(415) 974-1199
(800) 227-0041
(415) 982-0060 FAX

August 14, 1995

Secretary of State
Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: American Finance Group, Inc.
Application for Certificate of Authority - Florida

Dear Sir/Madam:

Per your letter of August 25, 1995, enclosed please find the above-referenced corrected application.

Please return an acknowledgement copy in the self-addressed stamped envelope. Thank you for your assistance in this matter.

Sincerely,

Mary E. Kelley
Legal Secretary

/mek
enclosures

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. AMERICAN FINANCE GROUP, INC.
(Name of corporation. must include the word "INCORPORATED", "COMPANY", "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. DELAWARE
(State or country under the law of which it is incorporated)
3. 94-3226128
(FEI number, if applicable)
4. FEBRUARY 9, 1995
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.))
7. ONE MARKET PLAZA, STEUART STREET TOWER, #900, SAN FRANCISCO, CA 94105

(Current mailing address)


8. LEASE EQUIPMENT
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop, Box acceptable)

Name: CT CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND ROAD
PLANTATION, Florida, 33324
(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.


(Registered agent's signature)

TANYA M. VILLAR
CHIEF ASSISTANT SECRETARY

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.

FILED
95 SEP 6 PM 2:23
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: GARY D. ENGLE
Address: ONE MARKET, STEUART STREET TOWER, #900, SAN FRANCISCO, CA 94105
Vice Chairman: ROBERT N. TIDBALL
Address: ONE MARKET, STEUART STREET TOWER, #900, SAN FRANCISCO, CA 94105

Director: ALLEN V. HIRSCH
Address: ONE MARKET, STEUART STREET TOWER, #900, SAN FRANCISCO, CA 94105

Director: STEPHEN PEARY
Address: ONE MARKET, STEUART STREET TOWER, #900, SAN FRANCISCO, CA 94105

B. OFFICERS (Street address only- P. O. Box NOT acceptable)


President: GARY D. ENGLE
Address: ONE MARKET, STEUART STREET TOWER, #900, SAN FRANCISCO, CA 94105

Vice President: ALLEN V. HIRSCH
Address: ONE MARKET, STEUART STREET TOWER, #900, SAN FRANCISCO, CA 94105

Secretary: STEPHEN PEARY
Address: ONE MARKET, STEUART STREET TOWER, #900, SAN FRANCISCO, CA 94105

Treasurer: J. MICHAEL ALLGOOD
Address: ONE MARKET, STEUART STREET TOWER, #900, SAN FRANCISCO, CA 94105

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. STEPHEN PEARY, SECRETARY
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN FINANCE GROUP, 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 FOURTH DAY OF AUGUST, A.D. 1995.

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




Edward J. Freel, Secretary of State

2479391 8300

950176623

AUTHENTICATION

DATE

FILED
95 SEP -6 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7597870

08-04-95