

CT CORPORATION

F95000004443

5200 Peach Street
Seattle, WA 98101
Tel 206 622-4511
Fax 206 621-8011

September 12, 1995

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

3000001583823
-09/13/95--01047--005
*****70.00 *****70.00

Re: PCC Holdings, Inc.
Order #: 344491

Counsel: Ms. Mary Coffin-O'Hara
PacifiCorp Financial Services Inc.
825 NE Multnomah St., Suite 775
Portland, OR 97232-2152

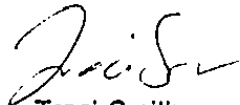
Dear Sir or Madam:

Enclosed is the Application for Certificate of Authority which we are filing on behalf of PCC Holdings, Inc. along with a check for \$70 in payment of the required fees. This document should be filed on an expedited basis.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please contact me.

Very Truly Yours,



Traci Smith
Customer Specialist

TS/aw

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 13 PM 3:09

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. PCC Holdings, 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. Oregon
(State or country under the law of which it is incorporated)
3. 93-1158641
(FTI number, if applicable)
4. November 18, 1994
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. June 27, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 617.156, F.S.))
7. 825 NE Multnomah Street, Suite 775
Portland, OR 97232-2152
(Current mailing address)
8. Commercial Loans and Leasing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 13 PM 3:09

9. 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)

10. Registered agent 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.

C T CORPORATION SYSTEM

(Registered agent's signature) (Officer)

John P. Stout, Assistant Secretary

(Type Name and Title of Officer)

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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Michael C. Henderson

Address: 825 NE Multnomah Street, Suite 775

Portland, OR 97232

Director: Reynold Roeder

Address: 825 NE Multnomah Street, Suite 775

Portland, OR 97232

55 SEP 11 3 PM 3:09

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

B. OFFICERS

President: Craig N. Longfield

Address: 825 NE Multnomah Street, Suite 775

Portland, OR 97232

Vice President: Daniel A. Breene, Jr.

Address: 825 NE Multnomah Street, Suite 775

Portland, OR 97232

Secretary: George C. Schreck

Address: 825 NE Multnomah Street, Suite 775

Portland, OR 97232

SENT BY:

B- 1-83 :

B:30 :

CT CORPORATION +

503 707 0351: # 4/ 0

Treasurer: William E. Perreault

Address: 825 NE Multnomah Street, Suite 775

Portland, OR 97232

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. SEE ATTACHED EXHIBIT A FOR COMPLETE LIST OF OFFICERS

13. 

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

14. Daniel A. Breene, Jr., Vice President

(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 13 PM 3:09

EXHIBIT A

PCC HOLDINGS, INC.

OFFICERS

Craig N. Longfield	President
Daniel A. Breene, Jr.	Vice President
Reynold Roeder	Vice President
Peter J. Craven	Controller
William E. Peressini	Treasurer
George C. Schreck	Secretary
Sally A. Nofziger	Assistant Secretary
Lenore M. Martin	Assistant Secretary
J.T. Pendergraft	Assistant Secretary

ADDRESS FOR ABOVE OFFICERS: 825 N.E. Multnomah St., Ste. 775
Portland, OR 97232

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 13 PM 3:09

STATE OF OREGON

Office of the Secretary of State Corporation Division

I, *Janet Sullivan*, Director of the Corporation Division,
DO HEREBY CERTIFY:

PCC HOLDINGS, INC.

was
incorporated
under the Oregon
Business Corporation Act
on
November 18, 1994

and is active on the records of the Corporation
Division as of the date of this certificate.



Janet Sullivan
Director

BY

Giles A. Thompson

DATE September 1, 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
95 SEP 13 PM 3:09