

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SunTrust Leasing Corporation
Name of Corporation

DOCUMENT NUMBER: F97000005920

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Barbara Mohr
Name of Contact Person

SunTrust Bank
Firm/Company

303 Peachtree Street NE, Suite 900
Address

Atlanta, Georgia 30308
City/State and Zip Code

barbara.j.mohr@suntrust.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Barbara Mohr at (404) 588-8631
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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)

F97000005920

(Document number of corporation (if known))

1. SunTrust Leasing Corporation
(Name of corporation as it appears on the records of the Department of State)
2. Virginia (Incorporated under laws of) 3. November 7, 1997 (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? Not applicable
5. Not applicable
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
Not applicable
(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.
Not applicable
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
Georgia
(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.

FILED
APR 23 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Kathryn Bouchillon (Typed or printed name of person signing) Assistant Secretary (Title of person signing)

Control Number : 17020095

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFIED COPY

I, **Brian P. Kemp**, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed with the Corporations Division of the Office of the Secretary of State of Georgia under the name of

SUNTRUST LEASING CORPORATION

a Domestic Profit Corporation

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

Docket Number : 15747960
Date Inc/Auth/Filed: 01/01/2017
Jurisdiction : Georgia
Print Date : 04/17/2018
Form Number : 215



A handwritten signature in black ink, appearing to read "B: P. Kemp".

Brian P. Kemp
Secretary of State

Control Number : 17020095

STATE OF GEORGIA

Secretary of State

Corporations Division
313 West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF CONVERSION

I, Brian P. Kemp, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on 1/1/2017 converting

SUNTRUST LEASING CORPORATION

a Foreign Non-Qualifying Entity

to

SUNTRUST LEASING CORPORATION

a Domestic Profit Corporation

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of
Atlanta and the State of Georgia on 02/22/2017



B. P. Kemp
Brian P. Kemp
Secretary of State

**CERTIFICATE OF CONVERSION
OF
SUNTRUST LEASING CORPORATION
TO BECOME A CORPORATION
UNDER THE GEORGIA BUSINESS CORPORATION CODE**

SECRETARY OF STATE
INTAKE DIVISION

2017 JAN 13 PM 2:00

Pursuant to O.C.G.A. § 14-2-1109.2, the following corporation submits this Certificate of Conversion to convert to a Georgia corporation and certifies that:

1. SunTrust Leasing Corporation, a Virginia corporation, duly formed on January 24, 1972 (hereinafter the "Corporation") hereby elects to become a Georgia corporation.

2. The election has been approved by all of the shareholders of the Corporation as required by O.C.G.A. §§ 14-2-1109.2(a).

3. Upon the filing of this Certificate of Conversion, the shareholders of the Corporation shall convert all of their shares of stock of the Corporation into an equivalent number of shares of stock of the Corporation as incorporated under Georgia law, pursuant to this Certificate of Conversion and in accordance with the Georgia Business Corporation Code.

4. That filed with this Certificate of Conversion are Articles of Incorporation that are in the form required by O.C.G.A. § 14-2-202, that set forth a name for the Corporation that satisfies O.C.G.A. § 14-2-401, and such Articles of Incorporation shall govern the corporation being formed by this election unless and until modified in accordance with the Georgia Business Corporation Code.

5. The effective date of this Certificate of Conversion shall be January 1, 2017.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Conversion to be executed this 20th day of December, 2016.

SUNTRUST LEASING CORPORATION

By: Kathryn Y. Bouchillon
Name: Kathryn Y. Bouchillon
Title: Assistant Secretary

2017 JAN 30 AM 9:44
SECRETARY OF STATE
INTAKE DIVISION

**ARTICLES OF INCORPORATION
OF
SUNTRUST LEASING CORPORATION**

Article I

The name of the corporation is SunTrust Leasing Corporation (hereinafter referred to as the "Corporation").

Article II

The period of existence of the Corporation is perpetual.

Article III

The mailing address of the initial principal office of the Corporation shall be P.O. Box 4418, Atlanta, GA 30302.

Article IV

The street address of the initial registered office of the corporation shall be 40 Technology Parkway South, Suite 300, Norcross, GA 30092. The initial registered agent at that address shall be Corporation Service Company.

Article V

The Corporation shall have authority to issue 62,500 shares of common stock, each of a \$10 par value.

Article VI

The directors of the Corporation shall be indemnified by the Corporation to the fullest extent provided by Part 5 of Article 8 of the Georgia Business Corporation Code.

Article VII

The directors of the Corporation shall have no personal liability to the Corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director resulting from any act or omission, other than personal liability of a director for:

(a) any appropriation, in violation of his duties, of any business opportunity of the Corporation;

(b) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;

- (c) the types of liability set forth in Georgia Business Corporation Code Section 14-2-832; or
- (d) any transaction from which the director derived an improper personal benefit.

Article VIII

The Corporation shall have the authority to conduct any lawful business.

Article IX

The name and address of the incorporator is: Kathryn Bouchillon, 303 Peachtree Street, NE, Suite 900, Atlanta, GA 30308.

IN WITNESS WHEREOF, the undersigned has executed these articles of incorporation this 1st day of January, 2017.

Kathryn Bouchillon
Kathryn Bouchillon, Incorporator

RECEIVED
SECRETARY OF STATE
INTAKE DIVISION
2017 JAN 13 PM 2:00

2017 JAN 30 AM 9:44
SECRETARY OF STATE
INTAKE DIVISION



Brian P. Kemp
Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
2 Martin Luther King Jr. Dr. SE
Suite 313 West Tower
Atlanta, Georgia 30334
(404) 656-2817
sos.georgia.gov/corporations

TRANSMITTAL INFORMATION FORM
GEORGIA PROFIT OR NONPROFIT CORPORATION

IMPORTANT Please provide the entity's primary email address when completing this form.
Primary Email Address kathryn.y.bouchillon@suntrust.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1 Corporate Name Reservation Number (if one has been obtained, if articles are being filed without prior reservation, leave this line blank)
SunTrust Leasing Corporation
Corporate Name (List exactly as it appears in articles)

2 Kathryn Bouchillon
Name of Person Filing Articles of Incorporation (Certificate will be mailed to this person at email address listed below)
303 Peachtree Street, NE, Suite 900
Address
Atlanta GA 30308
City State Zip Code
kathryn.y.bouchillon@suntrust.com 404-813-9853
Filer's Email Address Telephone Number

3 Corporation Service Company
Name of Registered Agent in Georgia
40 Technology Parkway South, Suite 300
Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address)
Norcross Gwinnett GA 30092
City County State Zip Code
kelley.cokufar@cscglobal.com
Registered Agent's Email Address

4 Mail the following items to the Secretary of State at the above address

- 1) This transmittal form,
- 2) The Articles of Incorporation, and
- 3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are non-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (The clerk of superior court can advise you of the official organ in a particular county.) I understand that the information on this form will be entered in the Secretary of State business entity database, and I certify that the above information is true and correct to the best of my knowledge.

Kathryn Y. Bouchillon 12-20-11
Signature of Authorized Person Date
Kathryn Y. Bouchillon
Print name

STATE OF GEORGIA

Secretary of State

Corporations Division
313 West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

Annual Registration

Electronically Filed
Secretary of State
Filing Date: 01/24/2018 14:43:02

BUSINESS INFORMATION

BUSINESS NAME : SUNTRUST LEASING CORPORATION
CONTROL NUMBER : 17020095
BUSINESS TYPE : Domestic Profit Corporation

BUSINESS INFORMATION CURRENTLY ON FILE

PRINCIPAL OFFICE ADDRESS : PO BOX 4418, ATLANTA, GA, 30302, USA
REGISTERED AGENT NAME : CORPORATION SERVICE COMPANY
REGISTERED OFFICE ADDRESS : 40 TECHNOLOGY PKWY SOUTH, #300, GWINNETT, NORCROSS, GA,
30092, USA

UPDATES TO ABOVE BUSINESS INFORMATION

PRINCIPAL OFFICE ADDRESS : PO BOX 4418, ATLANTA, GA, 30302, USA
REGISTERED AGENT NAME : Corporation Service Company
REGISTERED OFFICE ADDRESS : 40 Technology Pkwy South, #300, Gwinnett, Norcross, GA, 30092, USA

OFFICER	TITLE	ADDRESS
Paul M. Severn	CEO	3333 Peachtree Road NE, 4th Floor - East, Atlanta, GA, 30326, USA
Lawrence D. Cooper	Secretary	303 Peachtree Street, Suite 900, Atlanta, GA, 30308, USA
James G. Watkins	CFO	3333 Peachtree Road NE, 10th Floor, Atlanta, GA, 30326, USA

AUTHORIZER INFORMATION

AUTHORIZER SIGNATURE : Lawrence D. Cooper
AUTHORIZER TITLE : Officer