

F98000006277

August 17, 1998

30600 Telegraph Road

Bingham Farms, MI 48025

Tel. 248 646 9033

Fax 248 646 9034

RE: CAPTEC RECEIVABLES FINANCING
ORDER # 1382508

000002622940--1
-08/24/98--01057--016
****70.00 ****70.00

We enclose for expedited filing on behalf of the above corporation documents identified below:

☐ Incorporation ☒ Qualification ☐ Withdrawal

☐ Amendment: ☐ Merger: ☐ Change of Agent/Office:
☐ Domestic ☐ Domestic ☐ Domestic
☐ Foreign ☐ Foreign ☐ Foreign

☐ Dissolution
☐ Statement of Intent
☐ Certificate of Dissolution

Other:
000002622940--1
-11/13/98--01097--001
***1000.00 ***1000.00

Check in payment of the required fee is enclosed. Kindly return evidence of the filing to the undersigned by regular mail. If there are any problems, please call us at the following number: (248) 646-9033.

000002622940--1
-10/29/98--01083--001
***315.00 ***315.00

Very truly yours,


Michael R. Dalida
Customer Specialist

Enc.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 13 PM 4:04
H 11/13



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 16, 1998

MICHAEL R. DALIDA
CT CORPORATION SYSTEM
30600 TELEGRAPH RD
BINGHAM FARMS, MI 48025

SUBJECT: CAPTEC RECEIVABLES FINANCING CORPORATION I
Ref. Number: W98000019400

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for CAPTEC RECEIVABLES FINANCING CORPORATION I.

The referenced application states that the corporation has transacted business in the State of Florida since April 1, 1996. You were notified by letter dated August 25, 1998, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$2315.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6091.

Hart Collins
Senior Corporate Section Administrator Letter No. 598A00051204

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 25, 1998

MICHAEL R. DALIDA
CT CORPORATION SYSTEM
30600 TELEGRAPH RD
BINGHAM FARMS, MI 48025

SUBJECT: CAPTEC RECEIVABLES FINANCING CORPORATION I
Ref. Number: W98000019400

We have received your document for CAPTEC RECEIVABLES FINANCING CORPORATION I and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2315.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 198A00043993



October 23, 1998

Florida Department of State
Division of Corporations
Attn.: Hart Collins,
Senior Corp. Section Administrator
P.O. Box 6327
Tallahassee, FL 32314

RECEIVED

OCT 30 1998

Office of General Counsel
Department of State

RE: Captec Receivables Financing Corporation I, (CRFCI)

Dear Hart:

This correspondence is in response to your letter dated October 16, 1998, (Letter No. 598A00051204).

CRFCI recently applied with the Department of State to qualify to do business within the state of Florida. This qualification was for a foreign corporation status certification. As a foreign corporation CRFCI was not immediately aware of the obligation to register with the Florida Department of State. Once this requirement was explained we immediately and completely satisfied the registration obligation.

It is important to note that CRFCI has never attempted to circumnavigate Florida statutes or requirements. This claim can be substantiated with the fact that CRFCI has been registered with the Florida Department of Revenue for state income tax, sales tax, and intangibles tax.

In light of the above, please accept this letter as a formal request to abate all penalties assessed against CRFCI for their Florida qualification; with the understanding that all initial registration fees would be promptly paid.

Should any further information be needed to make your determination please do not hesitate to contact Byron M. Best, the Tax Manager, 'now' assigned with the responsibility to ensure the proper registration in all jurisdictions occurs. He may be contacted at the address below or at (734) 994-5505, extension 752.

Sincerely,

W. Ross Martin,
Senior Vice President



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: November 12, 1998

RE: Captec Receivables Financing Corporation 1

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has previously paid outstanding report fees from 1996 of \$315.00 and has now paid foreign non-qualified penalties of \$1000.00 assessed at the statutory minimum of \$500.00 per year. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

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. Captec Receivables Financing Corporation I
(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. Michigan
(State or country under the law of which it is incorporated)
3. 38-3242052
(FEI number, if applicable)
4. June 21, 1995
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. April 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 24 Frank Lloyd Wright Dr., Lobby L, 4th Floor, Ann Arbor, Michigan
48106-0544
(Current mailing address)
8. see attached purpose clause
(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:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Island Road
Plantation, Florida, 33324
(Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 13 PM 4: 04

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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

MARC GILLIS - ASST VP

(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: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. W. Ross Martin, Vice President

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

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

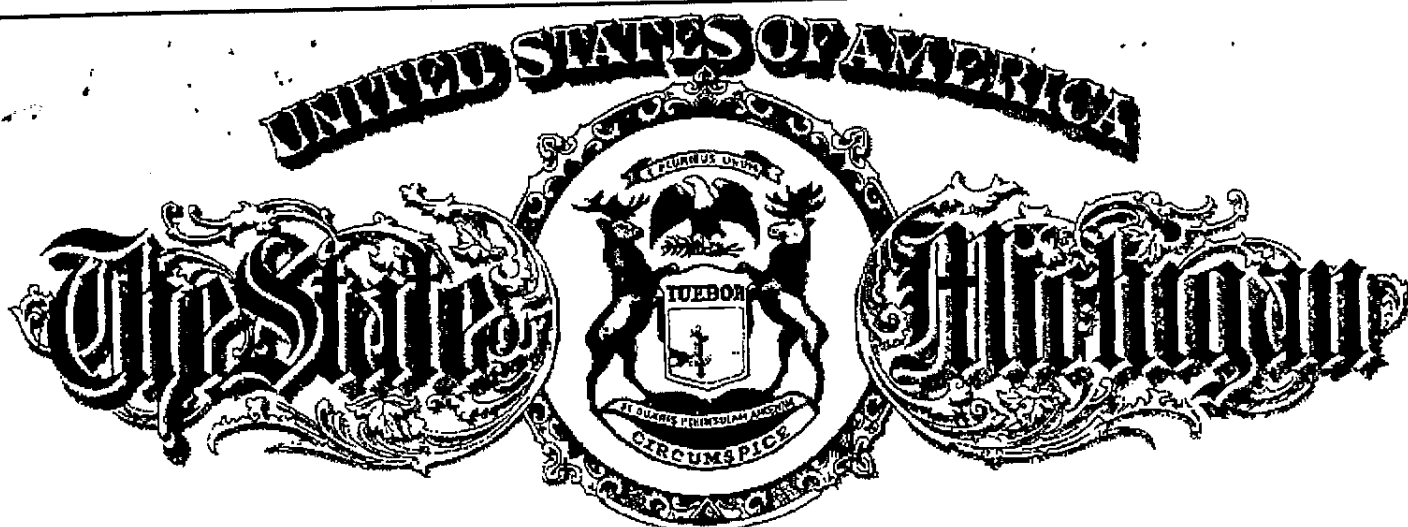
**Purpose Clause of
Captec Receivables Financing Corporation I**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of this state.

Captec Receivables Financing Corporation I
Officers and Directors

<u>Directors</u>	<u>Address</u>
Patrick L. Beach	24 Frank Lloyd Wright Dr., Lobby L, 4th Floor Ann Arbor, MI 48106-0544
W. Ross Martin	24 Frank Lloyd Wright Dr., Lobby L, 4th Floor Ann Arbor, MI 48106-0544
Gary A. Bruder	24 Frank Lloyd Wright Dr., Lobby L, 4th Floor Ann Arbor, MI 48106-0544

<u>Officers</u>	<u>Title</u>	<u>Address</u>
Patrick L. Beach	Pres.	24 Frank Lloyd Wright Dr., Lobby L, 4th Floor Ann Arbor, MI 48106-0544
W. Ross Martin	V.P./Treas.	24 Frank Lloyd Wright Dr., Lobby L, 4th Floor Ann Arbor, MI 48106-0544
Gary A. Bruder	Secretary	24 Frank Lloyd Wright Dr., Lobby L, 4th Floor Ann Arbor, MI 48106-0544



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

CAPTEC RECEIVABLES FINANCING CORPORATION I

was validly incorporated on June 21, 1995, as a Michigan profit corporation,
and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 13 PM 4:04

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 17th day
of August, 1998.

Julie Croll

, Director

Corporation, Securities and Land Development Bureau