



THE UNITED STATES
CORPORATION
COMPANY

F980000006373

ACCOUNT NO. : 072100000032

REFERENCE : 036045 4345440

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : November 18, 1998

ORDER TIME : 12:27 PM

ORDER NO. : 036045-010

CUSTOMER NO: 4345440

500002692115--0

CUSTOMER: Ms. Wendy Sievert
Gatx Capital Corporation
Suite 2200
Four Embarcadero Center
San Francisco, CA 94111

FOREIGN FILINGS

NAME: GATX TECHNOLOGY SERVICES
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 19 PM 3:27

3/1/9

NOV 19 1998

NOV 19 1998

NOV 19 1998

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. GATX Technology Services Corporation
(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. 36-4049141
(FEI number, if applicable)
4. November 3, 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 817.155, F.S.))
7. GATX Technology Services Corporation
4 Embarcadero Center, Suite 2200, San Francisco, CA 94111
(Current mailing address)
8. To Engage in any lawful act or activity which corporations may be organized under the General Corporation Law of Delaware
(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 NOT acceptable)**

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.

By: _____

Kimberly Andras
(Registered agent's signature)
Kimberly Andras, Assistant V.P.

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
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 19 PM 3:27

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

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.

Thomas C. Nord

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

14.

Thomas C. Nord, Vice President and Secretary

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 19 PM 3:27

GATX TECHNOLOGY SERVICES CORPORATION

OFFICERS AND DIRECTORS

Cal C. Harling	President, Chief Executive Officer, Board of Directors
Thomas C. Nord	Vice President and Secretary, Board of Directors
Jack Jenkins-Stark	Board of Directors
Richard M. Tinnon	Vice President and Secretary
Charles N. Lafferty	Vice President, Assistant Treasurer and Assistant Secretary
David R. Cardew	Vice President and Assistant Treasurer
Delphine M. Regalia	Vice President
Matthew M. Maloney	Vice President
Michael J. O'Donnell	Vice President
Bruce A. Scott	Vice President
Scott A. Spicer	Vice President
Robert K. White	Vice President
Brian A. Whitmire	Vice President
Robert J. Verzello, Jr.	Vice President
Carol J. Gevik	Assistant Secretary
Lisa M. Ibarra	Assistant Secretary
Ian M. Irvine	Assistant Secretary
William M. Muckian	Assistant Secretary
Jeanne L. Sexton	Assistant Secretary
Sharon A. Wilson	Assistant Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 19 PM 3:27

Corporate Headquarters Address: 4 Embarcadero Center, Suite 2200
San Francisco, CA 94111

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 "GATX TECHNOLOGY SERVICES CORPORATION" 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 EIGHTEENTH DAY OF NOVEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 19 PM 3:27



Edward J. Freel

Edward J. Freel, Secretary of State

2558780 8300

981443800

AUTHENTICATION:

9412776

DATE:

11-18-98