



THE UNITED STATES  
CORPORATION  
COMPANY

# F99000003436

ACCOUNT NO. : 072100000032

REFERENCE : 517074 4718027

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 70

FILED STATE  
DIVISION OF CORPORATIONS  
99 DEC 20 AM 11:44

ORDER DATE : December 15, 1999

ORDER TIME : 10:01 AM

ORDER NO. : 517074-020

CUSTOMER NO: 4718027

400003074694--1

CUSTOMER: Ms. Diane Lea-kahle  
Wells Fargo & Company East  
Mac #n9305-173  
Sixth & Marquette Ave.  
Minneapolis, MN 55479-1026

FOREIGN FILINGS

NAME: WELLS FARGO BUSINESS CREDIT  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

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*B/K*  
*12/20/99*

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.

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DEPARTMENT OF STATE  
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1. Wells Fargo Business Credit, 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. Minnesota 3. 41-1237652  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/8/74 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N/A UPON QUALIFICATION  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. Sixth & Marquette  
Minneapolis, MN 55479  
(Current mailing address)
8. General business purposes, including but not limited to the business of commercial  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) lending.
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Corporation Service Company  
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.*  
By: Richard M. White  
Corporation Service Company  
(Registered agent's signature)
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: (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: \_\_\_\_\_

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

14. Martin J. McKinley, President  
(Typed or printed name and capacity of person signing application)

## Directors, Officers Report

### Wells Fargo Business Credit, Inc.

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#### DIRECTORS

**Martin J. McKinley** Director  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-0152

**Richard C. Westergaard** Director  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-1027

**J. Thomas P. Wiklund** Director  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-0111

#### EXECUTIVE OFFICERS

#### OFFICERS

**Martin J. McKinley** President  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-0152

**Robert D. Abraham** Vice President  
Primary Address: 119 West 40th Street  
10th Floor  
New York, NY 10018

**Cynthia Lynn Anderson** Vice President  
Primary Address: 2460 West 26th Avenue, C-120  
Denver, CO 80211-8995

**Brenda K. Barbour** Vice President & Secretary  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-0152

**Charles H. Batson** Vice President  
Primary Address: 100 East Wisconsin Avenue, Suite 1400  
Milwaukee, WI 53202-3799

**Kenneth J. Baugh** Vice President  
Primary Address: 2300 Louisiana N.E.  
Albuquerque, NM 87110

**Timothy M. Billerbeck** Vice President  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-0152

Wells Fargo Business Credit, Inc.

<b>Harold Brandel</b> Primary Address:	<b>Assistant Vice President</b> 109 South Seventh Street, 3rd Floor Minneapolis, MN 55402
<b>Paige L. Burkeholder</b> Primary Address:	<b>Vice President</b> 2640 West 26th Avenue, C-120 Denver, CO 80211-8995
<b>Teresa M. Cabrera</b> Primary Address:	<b>Assistant Vice President</b> 3300 North Central Avenue, 5th Floor Phoenix, AZ 85012
<b>James S. Carlock</b> Primary Address:	<b>Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0100
<b>Kimberly Carmichael</b> Primary Address:	<b>Officer</b> 1740 Broadway Denver, CO 80274
<b>Timothy R. Carstens</b> Primary Address:	<b>Vice President</b> 3300 North Central Avenue, 5th Floor Phoenix, AZ 85012
<b>Maureen Cassidy</b> Primary Address:	<b>Officer</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-2058
<b>Bruce Chik</b> Primary Address:	<b>Vice President</b> 245 South Robles Avenue, Suite 600 Pasadena, CA 91101
<b>David C. Ciccolo</b> Primary Address:	<b>Vice President - Regional Manager</b> 2460 West 26th Avenue, C-120 Denver, CO 80211-8995
<b>Patrick D. Clancy</b> Primary Address:	<b>Senior Vice President &amp; Regional Manager</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Philip C. Clark</b> Primary Address:	<b>Vice President</b> 2030 Main Street Irvine, CA 92614
<b>David Cogswell</b> Primary Address:	<b>Officer</b> 2640 West 26th Avenue, C-120 Denver, CO 80211-8995
<b>Diane G. Conley</b> Primary Address:	<b>Assistant Vice President</b> 109 South Seventh Street, 4th Floor Minneapolis, MN 55402
<b>Tina M. Connor</b> Primary Address:	<b>Officer</b> 2460 West 26th Avenue, #C-120 Denver, CO 80211

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Wells Fargo Business Credit, Inc.

**Paul J. Count** Assistant Vice President  
Primary Address: 10401 North Meridan, Suite 300  
Indianapolis, IN 46290

**Martha J. Crapo** Officer  
Primary Address: 1700 Broadway  
Denver, CO 80274-8625

**Karen L. Daza** Assistant Vice President  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-0100

**Darcy M. Della Flora** Vice President  
Primary Address: 3300 North Central, 8th Floor  
Phoenix, AZ 85012-9025

**Diane M. Denny** Assistant Vice President  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-2058

**Charles W. Dowden** Assistant Vice President  
Primary Address: 777 West Rosedale, 2nd Floor  
Fort Worth, TX 76021

**Melissa L. Dreifuerst** Assistant Vice President  
Primary Address: 100 East Wisconsin Avenue, Suite 1400  
Milwaukee, WI 53202-3799

**Hani A. Farhat** Vice President  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-0100

**Jill S. Fedoruk** Officer  
Primary Address: 3300 North Central Avenue  
5th Floor  
Phoenix, AZ 85012

**Thomas V. Fernandes** Assistant Vice President  
Primary Address: 230 West Monroe Street  
Suite 2900  
Chicago, IL 60606

**Scott E. Fiore** Assistant Vice President  
Primary Address: 300 Commercial Street  
Boston, MA 02109-9998

**Brian F. Fitzpatrick** Vice President  
Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-0152

**Mark Foster** Vice President  
Primary Address: 300 Commercial Street  
Boston, MA 02109-9998

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Wells Fargo Business Credit, Inc.

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<b>Stephen S. Franco</b> Primary Address:	<b>Assistant Vice President</b> 6100 Bandera Road, Suite SL100 San Antonio, TX 78238
<b>Mary T. Frank</b> Primary Address:	<b>Officer</b> 2460 West 26th Avenue, C-120 P.O. Box 11099 Denver, CO 80211
<b>Susan K. Gaither</b> Primary Address:	<b>Senior Vice President &amp; Chief Financial Officer</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0102
<b>Ben O. Garcia</b> Primary Address:	<b>Vice President</b> 1120 Avenue of Americas, 4th Floor New York, NY 10036
<b>Karla Gates</b> Primary Address:	<b>Assistant Vice President</b> 1000 West Washington Street 7th Floor Phoenix, AZ 85340
<b>Gregory L. Glissmann</b> Primary Address:	<b>Vice President</b> 1740 Broadway Denver, CO 80274-8625
<b>Ronald E. Gockowski</b> Primary Address:	<b>Vice President &amp; Senior Portfolio Manager</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Keith J. Gostomski</b> Primary Address:	<b>Assistant Vice President</b> 100 East Wisconsin Avenue, Suite 1400 Milwaukee, WI 53202
<b>Tanya M. Gregory</b> Primary Address:	<b>Assistant Vice President</b> 1201 Pacific Avenue, 3rd Floor Tacoma, WA 98402
<b>Lynn Alan Gruber</b> Primary Address:	<b>Assistant Vice President</b> 111 East Wayne Street Fort Wayne, IN 46801
<b>Mark J. Gustafson</b> Primary Address:	<b>Vice President/Division Manager</b> 3300 North Central Avenue, 5th Floor Phoenix, AZ 85012
<b>Daryl A. Hagstrom</b> Primary Address:	<b>Vice President</b> 100 South Brentwood Boulevard, Suite 300 St. Louis, MO 63105-9020
<b>Teresa Hamand</b> Primary Address:	<b>Officer</b> 2460 West 26th Avenue, C-120 Denver, CO 80211
<b>Mark A. Hanak</b> Primary Address:	<b>Assistant Vice President</b> 5005 Rockside Road Suite 600 Cleveland, OH 44131

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Wells Fargo Business Credit, Inc.

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<b>Jeffrey A. Heisinger</b> Primary Address:	<b>Officer</b> 1740 Broadway Denver, CO 80274
<b>Gail D. Heldke</b> Primary Address:	<b>Vice President</b> 225 West Washington Street Suite 2200 Chicago, IL 60606
<b>Jean M. Hellmann</b> Primary Address:	<b>Vice President</b> 7th and Walnut Street Des Moines, IA 50309
<b>Beth Henrie</b> Primary Address:	<b>Officer</b> 6100 Bandera Road, Suite SL100 San Antonio, TX 78238
<b>Robert J. Hoban</b> Primary Address:	<b>Vice President</b> 100 East Wisconsin Avenue, Suite 1400 Milwaukee, WI 53202-3799
<b>Stanley J. Horsman</b> Primary Address:	<b>Vice President &amp; Senior Portfolio Manager</b> 300 Commercial Street Boston, MA 02109-9998
<b>James A. Horton</b> Primary Address:	<b>Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-1013
<b>Joanne Isoldi</b> Primary Address:	<b>Vice President</b> 245 South Robles Avenue, Suite 600 Pasadena, CA 91101
<b>Terry S. Jackson</b> Primary Address:	<b>Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Timothy J. Jamieson</b> Primary Address:	<b>Vice President</b> 300 Commercial Street Boston, MA 02109
<b>John P. Jansky, Jr.</b> Primary Address:	<b>Vice President/Division Manager</b> 16414 San Pedro, Suite 800 San Antonio, TX 78232
<b>Casey P. Johnson</b> Primary Address:	<b>Officer</b> 7th and Walnut Street Des Moines, IA 50309
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Wells Fargo Business Credit, Inc.

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<b>Sara J. Johnson</b> Primary Address:	1740 Broadway Denver, CO 80274	<b>Officer</b>
<b>Julie K. Johnston</b> Primary Address:	6100 Bandera Road Suite SL 100 San Antonio, TX 78238	<b>Assistant Vice President</b>
<b>Mary Karnitz</b> Primary Address:	100 East Wisconsin Avenue, Suite 1400 Milwaukee, WI 53202	<b>Assistant Vice President</b>
<b>Carmen G. Kemper</b> Primary Address:	Norwest Center Sixth and Marquette Minneapolis, MN 55479-0102	<b>Assistant Vice President</b>
<b>Raymond L. Kinney</b> Primary Address:	Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152	<b>Senior Vice President &amp; Chief Credit Officer</b>
<b>William R. Kirth</b> Primary Address:	4001 South 700 East, Suite 500 Salt Lake City, UT 84107	<b>Vice President</b>
<b>Pamela Rae Klempel</b> Primary Address:	1740 Broadway Denver, CO 80274	<b>Vice President</b>
<b>Mark A. Klos</b> Primary Address:	16414 San Pedro, Suite 800 San Antonio, TX 78232	<b>Assistant Vice President</b>
<b>John P. Kloss</b> Primary Address:	100 East Wisconsin Avenue, Suite 1400 Milwaukee, WI 53202	<b>Assistant Vice President</b>
<b>Rebecca Ann Koehler</b> Primary Address:	Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152	<b>Vice President</b>
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<b>Mona M. Krueger</b> Primary Address:	109 South Seventh Street, 4th Floor Minneapolis, MN 55402	<b>Vice President</b>
<b>Thomas J. Krueger</b> Primary Address:	1445 Ross Avenue, 3rd Floor Dallas, TX 75202	<b>Vice President &amp; Senior Portfolio Manager</b>
<b>Bal V. LaMadrid</b> Primary Address:	245 South Robles Avenue, Suite 600 Pasadena, CA 91101	<b>Assistant Vice President</b>

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**Wells Fargo Business Credit, Inc.**

---

**John M. Lande**

**Vice President**

Primary Address: Norwest Center  
Sixth and Marquette  
Minneapolis, MN 55479-1013

**Susan Landry**

**Officer**

Primary Address: Norwest Center  
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**Jay Larry**

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Primary Address: 2460 West 26th Avenue, C-120  
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**David W. Larsen**

**Vice President & Division Manager**

Primary Address: 1740 Broadway  
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**Perry T. Larson**

**Vice President & Senior Portfolio Manager**

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**Diana L. Lea-Kahle**

**Assistant Secretary**

Primary Address: Mail Code N9305-173  
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**Edmond O. Lelo**

**Vice President/Division Manager**

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**Kathleen Z. Lepak**

**Vice President**

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**James R. Lindholm**

**Vice President**

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**Warren G. Lindman**

**Vice President**

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Sixth and Marquette  
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**David Livingston**

**Officer**

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**Patricia A. Lodholz**

**Vice President & Senior Portfolio Manager**

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Wells Fargo Business Credit, Inc.

<b>Burton R. Long</b> Primary Address:	<b>Vice President</b> 111 East Wayne Street Fort Wayne, IN 46801
<b>Michael J. Loughlin</b> Primary Address:	<b>Vice President</b> 420 Montgomery Street San Francisco, CA 94104
<b>Suzanne M. Lovett</b> Primary Address:	<b>Vice President</b> 1445 Ross Avenue, 3rd Floor Dallas, TX 75202
<b>Peter J. Lowney</b> Primary Address:	<b>Vice President</b> 3300 North Central, 5th Floor Phoenix, AZ 85012-9025
<b>Susan M. Mack</b> Primary Address:	<b>Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Michael W. Mahoney</b> Primary Address:	<b>Officer</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Gregg John Marsicano</b> Primary Address:	<b>Vice President</b> 999 - 3rd Avenue, 11th Floor Seattle, WA 98104
<b>Linda M. Martinson</b> Primary Address:	<b>Officer</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Bruce W. McGrath</b> Primary Address:	<b>Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>William D. McIlroy</b> Primary Address:	<b>Vice President</b> 300 Commercial Street Boston, MA 02109
<b>Terrance O. McKinney</b> Primary Address:	<b>Assistant Vice President</b> 111 East Wayne Street Fort Wayne, IN 46801
<b>Richard F. McMahon</b> Primary Address:	<b>Senior Vice President &amp; Regional Manager</b> 300 Commercial Street Boston, MA 02109-9998
<b>Sharon M. Miller</b> Primary Address:	<b>Officer</b> 6100 Bandera Road Suite SL 100 San Antonio, TX 78238

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**Wells Fargo Business Credit, Inc.**

**Terrence M. Mitchell**  
Primary Address:

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Sixth and Marquette  
Minneapolis, MN 55479-0100

**William A. Moore**  
Primary Address:

**Vice President**

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**Clifton J. Moschnik**  
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**Officer**

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Phoenix, AZ 85012

**Patricia M. Murray**  
Primary Address:

**Vice President**

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**Alan Neis**  
Primary Address:

**Vice President & Senior Portfolio Manager**

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San Antonio, TX 78238

**Michael J. O'Malley**  
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**Vice President**

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Chicago, IL 60606

**James R. Ogonosky**  
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**Keith D. Palesh**  
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**Vice President & Regional Manager**

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**Vice President & Senior Portfolio Manager**

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**John S. Pieper**  
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**Assistant Vice President**

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**Daniel J. Reid**  
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**Victor W. Ronk**  
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**Rosemary L. Rosano**  
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**Melvin L. Rutlin**  
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**Wells Fargo Business Credit, Inc.**

<b>Michelle J. Salisbury</b> Primary Address:	<b>Vice President</b> 16414 San Pedro, Suite 800 San Antonio, TX 78232
<b>Angelo Samperisi</b> Primary Address:	<b>Vice President</b> 245 South Robles Avenue, Suite 600 Pasadena, CA 91101
<b>Roger J. Saucerman</b> Primary Address:	<b>Vice President</b> Sixth and Marquette Minneapolis, MN 55479
<b>Dennis D. Schlesner, Jr.</b> Primary Address:	<b>Vice President &amp; Assistant Secretary/Senior Portfolio Manager</b> 100 East Wisconsin Avenue, Suite 1400 Milwaukee, WI 53202-3799
<b>Dan A. Schmid</b> Primary Address:	<b>Vice President &amp; Senior Portfolio Manager</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Scott O. Schryver</b> Primary Address:	<b>Vice President &amp; Senior Portfolio Manager</b> 3300 North Central, 5th Floor Phoenix, AZ 85012-8625
<b>Thomas R. Smeltz</b> Primary Address:	<b>Assistant Vice President</b> 2460 West 26th Avenue, C-120 P.O. Box 11099 Denver, CO 80211-8995
<b>Kathy A. Stafford</b> Primary Address:	<b>Vice President &amp; Senior Portfolio Manager</b> 1740 Broadway Denver, CO 80274-8625
<b>Melody Anne Stallings</b> Primary Address:	<b>Vice President</b> 1740 Broadway Denver, CO 80274-8625
<b>John M. Stewart</b> Primary Address:	<b>Vice President &amp; Senior Portfolio Manager</b> 100 East Wisconsin Avenue, Suite 1400 Milwaukee, WI 53202-3799
<b>Mark J. Stoeberl</b> Primary Address:	<b>Vice President</b> 100 East Wisconsin Avenue, Suite 1400 Milwaukee, WI 53202-3799
<b>Brenda M. Swedlund</b> Primary Address:	<b>Assistant Vice President</b> 1740 Broadway Denver, CO 80274
<b>Leslie A. Tatarek</b> Primary Address:	<b>Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Colette N. Taylor</b> Primary Address:	<b>Officer</b> 1740 Broadway Denver, CO 80274

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Wells Fargo Business Credit, Inc.

<b>Scott L. Terryn</b> Primary Address:	<b>Assistant Vice President</b> First Center Office Plaza, #300 26911 N.W. Highway Southfield, MI 48034
<b>Teena M. Terwey</b> Primary Address:	<b>Vice President</b> 1740 Broadway Denver, CO 80274-8745
<b>Thomas W. Tosney</b> Primary Address:	<b>Vice President, Regional Manager</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0103
<b>Debra L. Tracy</b> Primary Address:	<b>Vice President &amp; Senior Portfolio Manager</b> 1740 Broadway Denver, CO 80274-8625
<b>Martin E. Tracy</b> Primary Address:	<b>Officer</b> 1700 Broadway Denver, CO 80274-8625
<b>Gayle M. Trebesch</b> Primary Address:	<b>Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Timothy P. Ulrich</b> Primary Address:	<b>Vice President</b> 1740 Broadway Denver, CO 80274-8625
<b>Beverly M. VanderVorste</b> Primary Address:	<b>Assistant Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55469-0100
<b>Krista A. Vaught</b> Primary Address:	<b>Assistant Vice President</b> 100 South Brentwood Boulevard, Suite 300 St. Louis, MO 63105-9020
<b>Thomas J. Veitenhaus</b> Primary Address:	<b>Assistant Vice President</b> 3300 North Central, 8th Floor Phoenix, AZ 85012-9025
<b>Douglas A. Wall</b> Primary Address:	<b>Assistant Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-0152
<b>Michael J. Wolf</b> Primary Address:	<b>Vice President</b> Norwest Center Sixth and Marquette Minneapolis, MN 55479-2058
<b>Gary Yakel</b> Primary Address:	<b>Vice President</b> 100 South Brentwood Boulevard, Suite 300 St. Louis, MO 63105-9020

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Wells Fargo Business Credit, Inc.

---

**Vivian S. Yip**

Primary Address:

**Vice President**

245 South Robles Avenue, Suite 600  
Pasadena, CA 91101

**Thomas J. Zak**

Primary Address:

**Vice President**

100 East Wisconsin Avenue, Suite 1400  
Milwaukee, WI 53202-3799

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State of Minnesota

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## Certificate of Good Standing

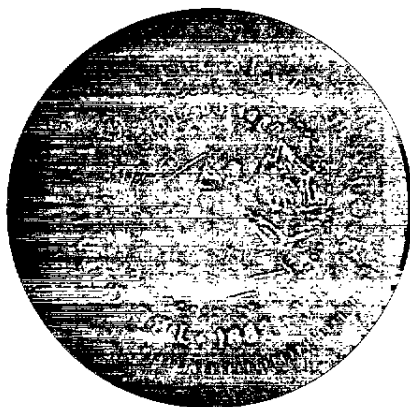
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Wells Fargo Business Credit, Inc.

Date Formed: 03/08/1974

Chapter Governed By: 302A

This certificate has been issued on 12/16/99.



*Mary Kiffmeyer*  
Secretary of State.