

ACCOUNT NO. :

072100000032

REFERENCE

519526

6808A

COST LIMIT

ORDER DATE : December 16, 1999

ORDER TIME :

10:05 AM

ORDER NO. : 519526-005

CUSTOMER NO:

6808A

500003074695

Ms. Kristin Deering CUSTOMER:

Heller Financial, Inc.

16th Floor

500 West Monroe Street

Chicago, IL 60661

FOREIGN FILINGS

NAME:

HHF1, INC.

XXXX QUALIFICATION

(TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Carrie Vaught

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE	E WITH SECTION 607.1503, FLORIDA STAT REIGN CORPORATION TO TRANSACT BUSL	'UTES, THE FOLLOWING IS SUBMITT. NESS IN THE STATE OF FLORIDA.	ED TO
KEGISI EK A FOI	(Elon con outron to manner	•	9 1
da an abbrevi	ration; must include the word "INCORPORATED", intions of like import in language as will clearly indicate partnership if not so contained in the name at present	Icale mat it is a corporation material of a	DEC 20
2. Delaware	3.	applied for	MII: 24
(State or country	under the law of which it is incorporated)	(FEI number, if applicable)	2
05/26/99	<pre>5 Perpet</pre>	ual	
4. (Dat	e of incorporation) (Duration	on: Year corp. will cease to exist or "perpetua	aI")
6. Upon Filir	ıg	1 old (cf. FC)	
(Date first	t transacted business in Florida.) (SEE SECTIONS	3 607.1501, 607.1502 and 817.155, F.S.)	
_ 500 West :	Monroe Street		
7			
Chicago,	(Current mailing address)		
middle-ma	al services company providing fund rket companies.	ds and services primarily to	
	reet address of Florida registered agent: (F		able)
Name:	Corporation Service Company	<u> </u>	
Office Address:	1201 Hays Street		
Office radioss.		32301	
	Tallahassee	, Florida, 32301 (Zip code)	omenin trop ≨
	agent's acceptance:	,	
this application, i with the provision the obligations of	ned as registered agent and to accept service of pro I hereby accept the appointment as registered agen ns of all statutes relative to the proper and complet f my position as registered agent. Corporation Service Company By: (Registered agent's Si a certificate of existence duly authenticated, not mo tate, by the Secretary of State or other official havir porated.	gnature)	ar with and accept

nairman: See attached officers/directors rid	
ddress:	219
ice Chairman:	
ddress:	RPCS
virector:	DH ONE
Address:	
Nivertor:	
Address:	
B. OFFICERS (Street address only - P.O. Box NOT acc	ceptable)
coo attached officers/directors ric	ler
President: See attached officers/directors rid	
Address:	
Address:	
Address:Vice President:	
Address:	
Address:	
Address: Vice President:	
Address:Vice President:	
Address: Vice President: Address: Secretary:	
Address: Vice President: Address: Secretary:	
Address: Vice President: Address: Secretary: Address:	
Address: Vice President: Address: Secretary: Address: Treasurer: Address:	
Address: Vice President: Address: Secretary: Address: Treasurer: Address:	
Address: Vice President: Address: Secretary: Address: Treasurer: Address: NOTE: If necessary, you may attach an addendum to the app	

HHF1, Inc.

State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

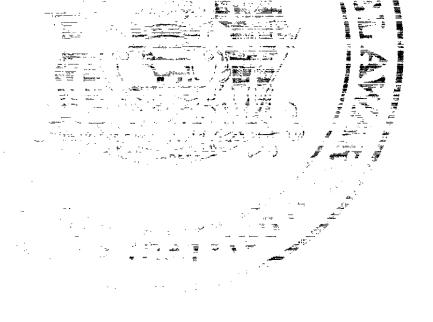
DELAWARE, DO HEREBY CERTIFY "HHF1, INC." IS DULY INCORPORATED

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 SIXTEENTH DAY OF DECEMBER, A 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE TRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.





Edward J. Freel, Secretary of State

3048685 8300

AUTHENTICATION:

0146408

991543286

DATE:

12-16-99