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L. SELLERS

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Division of Corporations

Fax Number : (850)617-6383

DEC -9 2009

From:

EXAMINER Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023

Phone Fax Number

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Email Addres

yvonne1.miller@ge.com

FLORIDA/FOREIGN LIMITED LIABILITY CO. GE EQUIPMENT FINANCE FUNDING, LLC

| Certificate of Status | 0 |
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COVER LETTER

| | ration Section on of Corporations | | | • |
|---|--|--|----------------------------------|--|
| BJECT: _ | GE I | Equipment Finance Funding, LLC | | |
| | | Name of Limited Liability Company | | |
| istence, and c | | Liability Company for Authorization to T the above referenced foreign limited liability matter to the following: | | |
| ,r | , | Yvonne Miller | • | |
| | • | Name of Person | | _ |
| | • | GB Capital | | |
| | | Firm/Company | • | |
| | | 201 Merritt 7 | | |
| | | Address | | |
| | | Norwalk, CT 06851 | | |
| | | City/State and Zip Code | | |
| | | yvonnel.miller@ge.com | | |
| | E-mail addre | ss: (to be used for future annual report not | ification) | |
| further infor | mation concerning this matter, | please call: | | |
| | Yvonne Miller | at (203) | 229-5243 | • |
| \ | Name of Person | Area Code & Daytime Telephon | e Number | |
| MAIL.I | NG ADDRESS: | STREET ADDRESS: | | |
| | n of Corporations | Division of Corporations | | |
| Registre P.O. Bo | ition Section | Registration Section Clifton Building | | |
| | 95cc, FL 32314 | 2661 Executive Center Circle | | |
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: GE Equipment Finance Punding, LLC. (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.") (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C," "LLC.") Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 9/30/2009 (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") (Date first transacted business in Florida, if prior to registration.)
(See sections 608,501 & 608,502 F.S. to determine penalty liability) 201 Merritt 7, Norwalk, CT 06851 (Street Address of Principal Office) 8. If limited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows: Fred Robustelli 201 Merritt 7, Norwalk, CT 06851 Linda V. Velez 10 Riverview Drive, Danbury, CT 06810 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a fireign language, a translation of the certificate under oath of the translator must be submitted.) Leasing and Financing 11. Nature of business or purposes to be conducted or promoted in Florida: Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the ponalties of perjury that the facts stated herein are true.) Yvonne Miller

Typed or printed name of signee

FLD57 - 05/06/2089 C T Eystem Deline

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

| 1. The name of the l | Limited Liability Comp | pany is: | |
|---|---|---|------|
| | GE Equipm | nent Finance Funding, L.L.C. | _ |
| If unavailable, the al | ternate to be used in the | ne state of Florida is: | |
| 2. The name and the | Florida street address | of the registered agent and office are: | - |
| | СТ | T Corporation System | |
| | | (Name) | |
| | 1200 5 | South Pine Island Road | |
| | Florida Street Add | dress (P.O. Box <u>NOT</u> ACCEPTABLE) | |
| | Plantation | FL 33324 | |
| | | City/State/Zip | |
| liability company at the agent and agree to accretaing to the proper obligations of my posj | te place designated in the in this capacity. I furth and complete performation as registered agent alon system (Signature) | to accept service of process for the above stated limited this certificate, I hereby accept the appointment as regist ther agree to comply with the provisions of all statutes ance of my duties, and I am familiar with and accept the t as provided for in Chapter 608, Florida Statutes. Filing Fee for Application Designation of Registered Agent | erea |

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GE EQUIPMENT FINANCE FUNDING, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF DECEMBER, A.D. 2009.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GE EQUIPMENT FINANCE FUNDING, L.L.C." WAS FORMED ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2009.

4736757 8300

091074340

You may verify this contificate online

AUTHENTICATION: 7681007

DATE: 12-07-09