

# *State of Idaho*

## **Department of State**

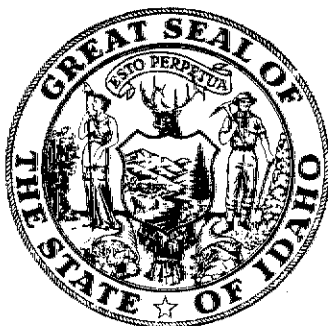
**CERTIFICATE OF AUTHORITY  
OF  
THOMAS CREDIT CORPORATION**

**File Number C 122131**

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: December 30, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is THOMAS CREDIT CORPORATION Dec 30 10 31 AM '97
2. The name which it shall use in Idaho is \_\_\_\_\_ SECRETARY OF STATE  
STATE OF IDAHO
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is 8/5/97
5. The address of its principal office is 2700 Bank One Tower, 111 Monument Circle, Indianapolis, Indiana 46204-5122
6. The address to which correspondence should be addressed, if different than item 5, is \_\_\_\_\_
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701  
\_\_\_\_\_, and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

Dated: \_\_\_\_\_

THOMAS CREDIT CORPORATION

(Corporation name)

By \_\_\_\_\_

Scott J. Moore

Its \_\_\_\_\_

Secretary

(specify capacity of signer)

Customer Acct #:

(If using pre-paid account)

STATE OF IDAHO

12/30/1997 09:00

CX: 107075203 CT: 21069 BH: 68350

1 @ 100.00 = 100.00 AUTH PRO

1 @ 20.00 = 20.00 EXPEDITE C

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Appendix to Idaho  
Application for Certificate of Authority

**Directors and Officers of  
THOMAS CREDIT CORPORATION**

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1. Bradley D. Nullmeyer, Executive Vice President  
Newcourt Credit Group, BCE Place, 181 Bay Street, Suite 3500  
Toronto, Ontario, CANADA M5J 2T3
2. Michel Beland, Vice President; Chief Financial Officer  
2700 Bank One Tower, 111 Monument Circle  
Indianapolis, Indiana 46204-5122
3. James A. Misener, Senior Vice President and Director  
2700 Bank One Tower, 111 Monument Circle  
Indianapolis, Indiana 46204-5122
4. Scott J. Moore, Vice President and Secretary  
Newcourt Financial, 303 East Wacker Drive, Suite 900  
Chicago, Illinois 60601-5212
5. Daniel A. Jauernig, Vice President and Treasurer  
Newcourt Credit Group, BCE Place, 181 Bay Street, Suite 3500  
Toronto, Ontario, CANADA M5J 2T3
6. Roger James Bennett, Vice President and Director  
Newcourt Credit, 700 Bank One Tower, 111 Monument Circle  
Indianapolis, Indiana 46204-5212
7. Dennis J. Kemmer, Vice President and Assistant Secretary  
2700 Bank One Tower, 111 Monument Circle  
Indianapolis, Indiana 46204-5122
8. Scott E. Herbst, Assistant Vice President and Assistant Secretary  
2700 Bank One Tower, 111 Monument Circle  
Indianapolis, Indiana 46204-5122
9. Robert A. Price, Director  
Thomas Built Buses, Inc., P.O.Box 2450, 1408 Courtesy Road  
High Point, North Carolina 27261
10. Frank S. Horsley, Director  
Thomas Built Buses, Inc., P.O.Box 2450, 1408 Courtesy Road  
High Point,, North Carolina 27261
11. Gary Plumton, Director  
2700 Bank One Tower, 111 Monument Circle  
Indianapolis, Indiana 46204-5122

*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THOMAS CREDIT 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 TWELFTH DAY OF DECEMBER, A.D. 1997.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

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AUTHENTICATION:

8808051

DATE:

12-12-97