

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
SUNRISE INTERNATIONAL LEASING CORPORATION**

File Number C 135669

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: September 25, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Monica Okelberry*

SEP 25 10 07 AM '00
SECRETARY OF STATE



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:

- The name of the corporation is Sunrise International Leasing Corporation
- The name which it shall use in Idaho is Sunrise International Leasing Corporation
- It is incorporated under the laws of Minnesota
- Its date of incorporation is 12/31/86
- The address of its principal office is 5500 Wayzata Boulevard, Suite 725
Golden Valley, MN 55416
- The address to which correspondence should be addressed, if different from item 5, is _____
- The street address of its registered office in Idaho is 300 North 6th Street, Boise, ID 83701
_____, and its registered agent in Idaho at that address is CT Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>See attached Exhibit A.</u>	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 8/31/00

Sunrise International Leasing Corporation
(Corporation name)

By James C. Teal
James C. Teal

Its Controller and Assistant Secretary
(specify capacity of signer)

Customer Acct # :

(if using pre-paid **IDAHO SECRETARY OF STATE**)

Secretary of State use only

09/25/2000 09:00

CK: 130030000 CT: 22105 BH: 350326

1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

g:\corpforms\ACA.pmf Revised 7/97

C135669

EXHIBIT A

OFFICERS

<u>Name</u>	<u>Address</u>	<u>Title</u>
Peter J. King	5500 Wayzata Boulevard Suite 725 Golden Valley, MN 55416	Chief Executive Officer
Stephen D. Higgins	23785 Strehler Road Loretto, MN 55357	Vice President of Business Development
Russell S. King	90 South Seventh Street Suite 4500 Minneapolis, MN 55402	Secretary
Jeffrey G. Jacobsen	5500 Wayzata Boulevard Suite 725 Golden Valley, MN 55416	Treasurer
James C. Teal	5500 Wayzata Boulevard Suite 725 Golden Valley, MN 55416	Corporate Controller Assistant Secretary

DIRECTORS

<u>Name</u>	<u>Address</u>	<u>Title</u>
Peter J. King	5500 Wayzata Boulevard Suite 725 Golden Valley, MN 55416	Chairman of the Board
Stephen D. Higgins	23785 Strehler Road Loretto, MN 55357	Director
William B. King	435 Locust, #8 San Francisco, CA 94118	Director
Russell S. King	90 South Seventh Street Suite 4500 Minneapolis, MN 55402	Director
Jeffrey G. Jacobsen	5500 Wayzata Boulevard Suite 725 Golden Valley, MN 55416	Director
Kenneth J. Preble	2000 Power Street Suite 1050 Emeryville, CA 94608	Director

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

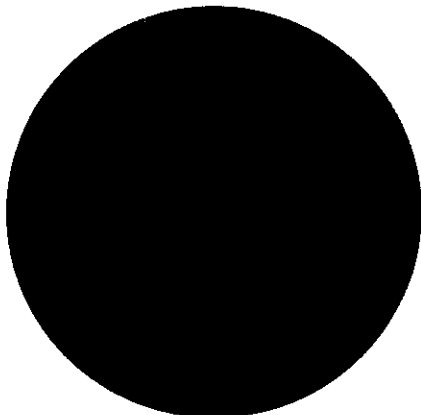
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the 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: Sunrise International Leasing Corporation

Date Formed: 12/31/1986

Chapter Governed By: 302A

This certificate has been issued on 09/22/00.



Mary Kiffmeyer
Secretary of State.