

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of PERSONAL PROPERTY LEASING COMPANY

California

Tenth

August

was filed in the office of the Secretary of State on the

Tenth

of

August

A.D. One Thousand

62

J.L.Eberle or

T.H.Eberle or W.D.Eberle

duly recorded on File No.

of Record of Domestic Corporations, of the State of Idaho,

and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for

from the date hereof, with its registered office in this State located at

in the County of

IN TESTIMONY WHEREOF, I have hereunto

set my hand and affixed the Great Seal of the

State. Done at Boise City, the Capital of Idaho,

this

day of

10th

August

A.D., 19

62

Secretary of State.

STATE OF CALIFORNIA



DEPARTMENT OF STATE

To all to whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

That the photographic reproduction hereunto annexed was prepared from certain records on file in my office and is a full, true and correct copy thereof.

IN WITNESS WHEREOF, I hereunto
set my hand and affix the Great
Seal of the State of California
this AUG 6 - 1962

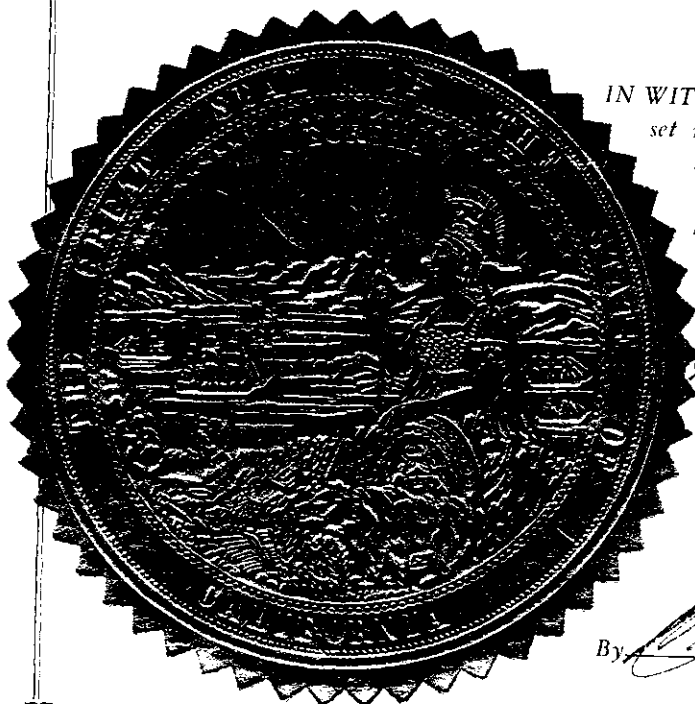
Frank M. Jordan

Secretary of State

By

Walter L. Stecher

Assistant Secretary of State



307645

ARTICLES OF INCORPORATION

of

PERSONAL PROPERTY LEASING COMPANY

FILED

In the office of the Secretary of State
of the State of California

AUG 12 1955

FRANK H. JORDAN, Secretary of State
By *Elmer H. Taylor*
Deputy

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, LOUIS C. WOLTER,
THEODORE O. McCLURG and MARGARET WOLTER, have this day
voluntarily associated ourselves together for the purpose
of forming a corporation under the laws of the State of
California,

AND WE DO HEREBY CERTIFY:

First: That the name of this corporation is:

PERSONAL PROPERTY LEASING COMPANY

Second: That the purposes for which this corpor-
ation is formed are as follows:

(a) To engage in the business of leasing, rent-
ing, and letting of personal property, particularly office
furniture, furnishings and equipment.

(b) To carry on any business whatsoever which
this corporation may deem proper or convenient in connection
with any of the foregoing purposes or otherwise, or which
may be calculated directly or indirectly to promote the
interests of this corporation, or to enhance the value of
its property or business.

(c) To borrow money; to lend money; to own real
property; to own personal property; to deal in real pro-

erty; to deal in personal property; to have and to exercise all the powers conferred by the laws of the State of California upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended.

(d) To acquire, hold, and sell the shares of other corporations, and negotiate for the sale, hypothecation, or disposal of the same; to borrow and loan money in connection with the foregoing purposes with or without security therefor; to execute notes, bonds, and all other obligations for money borrowed, property purchased, or otherwise acquired by this corporation, labor done, or service performed for this corporation, or any lawful purposes, and to secure the payment of the principal and interest of said notes, bonds, or other obligations by mortgage, pledge, hypothecation, deed of trust, or otherwise, of any or all property owned or which may be acquired by this corporation; and generally to transact and carry on any other business, and to exercise any other powers which may be necessary, proper, or convenient to be carried on or exercised in connection with any of the foregoing purposes or incident thereto.

(e) This corporation from time to time may do any one or more of the acts and things, or carry out any one or more of the purposes herein set forth, and may transact business in the State of California, in other States, in the District of Columbia, in the districts, dependencies, and colonies of the United States of America and in foreign countries.

Third: That in addition to the general purposes and powers set forth in Paragraph Second, the primary business in which this corporation is intended to initially engage is the acquiring of personal property such as office furniture, furnishings and equipment and the leasing thereof.

Fourth: That the principal office for the transaction of the business of this corporation is to be located in the City of Los Angeles, County of Los Angeles, State of California.

Fifth: That the total number of shares of stock that this corporation shall be authorized to issue is FIFTEEN THOUSAND (15,000) shares; that the aggregate par value is and shall be FIFTEEN THOUSAND DOLLARS (\$15,000.00); that the par value of each share is and shall be ONE DOLLAR (\$1.00)

Sixth: That the number of directors of this corporation shall be three (3) directors; that the names and addresses of the persons who are appointed to act as first directors and until their successors are elected are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
LOUIS C. WOLTER,	225 North Norton Avenue, Los Angeles, California,
THEODORE O. McCLURG,	225 North Norton Avenue, Los Angeles, California,
MARGARET WOLTER,	225 North Norton Avenue, Los Angeles, California.

Seventh: Authority is hereby granted to the holders of shares of stock of this corporation entitled to

vote, to change from time to time the authorized number of directors of this corporation by a duly adopted amendment to the by-laws of this corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 7 day of August, 1955.

Louis E. Wolter
Louis E. Wolter


Theodore O. McClurg
Theodore O. McClurg

Margaret Wolter
Margaret Wolter

STATE OF CALIFORNIA)
) ss
County of Los Angeles)

On the 8 day of August, 1955, before me
JOSEPH F. RANK, a Notary Public in and for the County
of Los Angeles, State of California, personally
appeared LOUIS C. WOLTER, THEODORE O. McCLURG, and
MARGARET WOLTER, known to me to be the persons named
as directors in the within instrument, and whose names
are subscribed thereto, and acknowledged to me that
they executed the same.

IN WITNESS WHEREOF, I have hereunto set my
hand and affixed my official seal at Los Angeles,
County of Los Angeles, State of California, the day and
year in the certificate first above written.



Notary Public in and for said
County and State.
JOSEPH F. RANK

My Commission Expires April 22, 1958

- 1 -

this corporation holding at least a majority of the voting power, and thereafter to sign and verify by their oaths and to file a certificate in the form and manner required by Section 3672 of the California Corporations Code and in general to do any and all things necessary to effect said amendment in accordance with said Section 3672.

TWO: The number of shares of said corporation consenting to such amendment of its Articles of Incorporation is 822 and the following is a copy of the form of written consent executed by the holder of said shares:

WRITTEN CONSENT OF SHAREHOLDERS TO
AMENDMENT OF ARTICLES OF
INCORPORATION OF
PERSONAL PROPERTY LEASING COMPANY

WHEREAS, at a special meeting of the Board of Directors of Personal Property Leasing Company, a California corporation, duly held at the principal office for the transaction of business of said corporation at Los Angeles, California, on the 4th day of December, 1958, at which meeting a quorum of the members of said Board was at all times present and acting, an amendment of the Articles of Incorporation of said corporation was adopted and approved by resolution of said Board amending Article Fifth of said Articles of Incorporation to read as follows:

"FIFTH: That the total number of shares of stock that this corporation shall be authorized to issue is TWO HUNDRED THOUSAND (200,000) shares; that the aggregate par value is and shall be TWO HUNDRED THOUSAND DOLLARS (\$200,000.00); that the par value of each share is and shall be ONE DOLLAR (\$1.00)."

NOW, THEREFORE, the undersigned shareholders of said corporation do hereby adopt, approve and consent to the foregoing amendment of said Articles of Incorporation, and do hereby consent that Article Fifth of said Articles of Incorporation be amended to read as herein set forth.

IN WITNESS WHEREOF, the undersigned has hereunto each signed his name and, following his name, the date of signing and the number of shares of said corporation held by him of record on said date entitled

to vote upon amendments of said Articles of Incorporation of the character of the foregoing amendment.

<u>Name</u>	<u>Date</u>	<u>No. of Shares</u>
Theodore O. McClurg	Dec. 4, 1958	500
Lem Bailey	Dec. 4, 1958	200
James B. Irsfeld, Jr.	Dec. 4, 1958	60
Burdette E. Frieberg	Dec. 4, 1958	42
Richard C. Zur Muehlen	Dec. 4, 1958	20

THREE: The total number of shares of said corporation entitled to vote on or consent to the adoption of such amendment is 1316.

IN WITNESS WHEREOF, the undersigned have executed
this certificate of amendment this 9th day of December,
19 58.

Theodore O. McClurg
President, Personal Property Leasing
Company

Burdette E. Frieberg
Secretary, Personal Property Leasing
Company

STATE OF CALIFORNIA }
COUNTY OF LOS ANGELES } ss

THEODORE O. McCLURG and BURDETTE E. FRIEBERG,
being first duly sworn, each for himself deposes and says:

That Theodore O. McClurg is, and at all times
mentioned in the foregoing Certificate of Amendment was the
President of Personal Property Leasing Company, the California
corporation therein mentioned, and Burdette E. Frieberg is,
and at all times mentioned in the foregoing Certificate of
Amendment was, the Secretary of said corporation; that each
has read said certificate and that the statements therein
made are true of his own knowledge, and that the signatures
purporting to be the signatures of said president and secre-
tary thereto are the genuine signatures of said president
and secretary, respectively.

Theodore O. McClurg
Theodore O. McClurg

Burdette E. Frieberg
Burdette E. Frieberg

Subscribed and sworn to
before me this 9 day
of December, 1958.

Leslie D. Willis
Notary Public in and for
said County and State

Cap. stk. chg. from \$200,000 to \$1,500,000

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
PERSONAL PROPERTY LEASING COMPANY

207645
A21250
FILED
in the Office of the Secretary of State
MAR 1 - 1960
RUTH BROWN, Secretary of State
by *Joseph A. McNulty*

The undersigned, T. O. McCLURG and B. E. FRIEBERG, do hereby certify that they are, respectively, and have been at all times herein mentioned, the duly elected and acting President and Secretary of PERSONAL PROPERTY LEASING COMPANY, a California corporation, and further that:

ONE: At a special meeting of the Board of Directors of said corporation duly held at the principal office for the transaction of business at Hollywood, California, at 7:30 P.M., on the 16th day of February, 1960, at which meeting there was at all times present and acting a quorum of the members of said Board, the following resolutions were duly adopted:

WHEREAS, it is deemed by the Board of Directors of this corporation to be to its best interests and to the best interests of its shareholders that its Articles of Incorporation be amended as hereinafter provided:

NOW, THEREFORE, BE IT RESOLVED: That Article Fifth of the Articles of Incorporation of this corporation be amended to read as follows:

"Fifth: That the total number of shares of stock that this corporation shall be authorized to issue is ONE MILLION FIVE HUNDRED THOUSAND (1,500,000) shares; that the aggregate par value is and shall be ONE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$1,500,000.00); that the par value of each share is and shall be ONE DOLLAR (\$1.00)."

RESOLVED FURTHER: That the Board of Directors of this corporation hereby adopts and approves said amendment of its Articles of Incorporation.

RESOLVED FURTHER: That the President or Vice President and the Secretary or Assistant Secretary of this corporation be and they hereby are authorized and directed to procure the adoption and approval of the foregoing amendment by the vote or written consent of shareholders of this corporation holding at least a majority of the

voting power, and thereafter to sign and verify by their oaths and to file a certificate in the form and manner required by Section 3672 of the California Corporations Code and in general to do any and all things necessary to effect said amendment in accordance with said Section 3672.

TWO: The number of shares of said corporation consenting to such amendment of its Articles of Incorporation is 54,645, and the following is a copy of the form of written consent executed by the holders of said shares:

WRITTEN CONSENT OF SHAREHOLDERS TO
AMENDMENT OF ARTICLES OF INCORPORATION OF
PERSONAL PROPERTY LEASING COMPANY

WHEREAS, at a special meeting of the Board of Directors of Personal Property Leasing Company, a California corporation, duly held at 6381 Hollywood Boulevard, Hollywood, California, on the 16th day of February, 1960, at which meeting a quorum of the members of said Board was at all times present and acting, an amendment of the Articles of Incorporation of said corporation was adopted and approved by resolution of said Board amending Article Fifth of said Articles of Incorporation to read as follows:

"Fifth: That the total number of shares of stock that this corporation shall be authorized to issue is ONE MILLION FIVE HUNDRED THOUSAND (1,500,000) shares; that the aggregate par value is and shall be ONE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$1,500,000.00); that the par value of each share is and shall be ONE DOLLAR (\$1.00)."

NOW, THEREFORE, each of the undersigned shareholders of said corporation does hereby adopt, approve and consent to the foregoing amendment of said Articles of Incorporation, and does hereby consent that Article Fifth of said Articles of Incorporation be amended to read as herein set forth.

IN WITNESS WHEREOF, each of the undersigned has hereunto signed his name and, following his name, the date of signing and the number of shares of said corporation held by him of record on said date entitled to vote upon amendments of said Articles of Incorporation of the character of the foregoing amendment.

<u>Name</u>	<u>Date</u>	<u>No. of Shares</u>
T. O. McClurg	Feb. 18, 1960	20,874
Lem Bailey	Feb. 18, 1960	12,767
James B. Irsfeld, Jr.	Feb. 18, 1960	3,985
Lewis Danelian	Feb. 18, 1960	6,657
H. N. Danelian	Feb. 18, 1960	6,657
Burdette E. Frieberg	Feb. 18, 1960	<u>3,705</u>
TOTAL		54,645

THREE: The total number of shares of said corporation entitled to vote on or consent to the adoption of such amendment is 89,365.

IN WITNESS WHEREOF, the undersigned have executed this certificate of amendment this 18th day of February, 1960.


 President of Personal Property
 Leasing Company


 Secretary of Personal Property
 Leasing Company

STATE OF CALIFORNIA }
 COUNTY OF LOS ANGELES } ss.

T. O. McCLURG and B. E. FRIEBERG, being first duly sworn, each for himself deposes and says:

That T. O. McCLURG is, and was at all of the times mentioned in the foregoing Certificate of Amendment, the president of PERSONAL PROPERTY LEASING COMPANY, the California corporation therein mentioned, and B. E. FRIEBERG is, and was at all of said times, the secretary of said corporation; that each has read said certificate and that the statements therein

made are true of his own knowledge, and that the signatures purporting to be the signatures of said president and secretary thereto are the genuine signatures of said president and secretary, respectively.


T. O. McClurg


B. E. Frieberg

Subscribed and sworn to before
me this 18th day of February,
1960.


Notary Public in and for said
County and State.