



Department of State.

**CERTIFICATE OF AUTHORITY
OF
AMERICAN FINANCIAL SERVICE GROUP, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of AMERICAN FINANCIAL SERVICE GROUP, INC.

_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to AMERICAN FINANCIAL SERVICE GROUP, INC. to transact business in this State under the name AMERICAN FINANCIAL SERVICE GROUP, INC. _____ and attach hereto a duplicate original of the Application for such Certificate.

Dated October 8, 1987



Pete T. Cenarrusa
SECRETARY OF STATE

Sandra Martinez
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED
87 OCT 8 AM 9 30
(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is AMERICAN FINANCIAL SERVICE GROUP, INC.

2. The name which it shall use in Idaho is AMERICAN FINANCIAL SERVICE GROUP, INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Michigan

4. The date of its incorporation is 2/18/87 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

21311 Civic Center Dr., Southfield, MI 48085

6. The address to which correspondence should be addressed, if different from that in item 5.

N/A

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701

, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

(SEE ATTACHED)

9. The names and respective addresses of its directors and officers are: (SEE ATTACHED)

Name	Office	Address

(continued on reverse)

Name

Office

Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 24, 1987

AMERICAN FINANCIAL SERVICE GROUP, INC.

(Corporation Name)

By [Signature]
Robert E. Dorr Its President/ ~~XXXXXXXXXXXXXXXXXXXX~~

and [Signature]
Madeline E. Daoust Its Secretary/ ~~XXXXXXXXXXXXXXXXXXXX~~

STATE OF MICHIGAN)
) ss:
COUNTY OF OAKLAND)

I, DONALD A. ZEOLLA, a notary public, do hereby certify that on
this 24TH day of AUGUST, 19 87, personally appeared before
me Robert E. Dorr, who being by me first duly sworn, declared that (s)he
is the President of AMERICAN FINANCIAL SERVICE GROUP, INC.

that (s)he signed the foregoing document as President of the corporation and that
the statements therein contained are true.

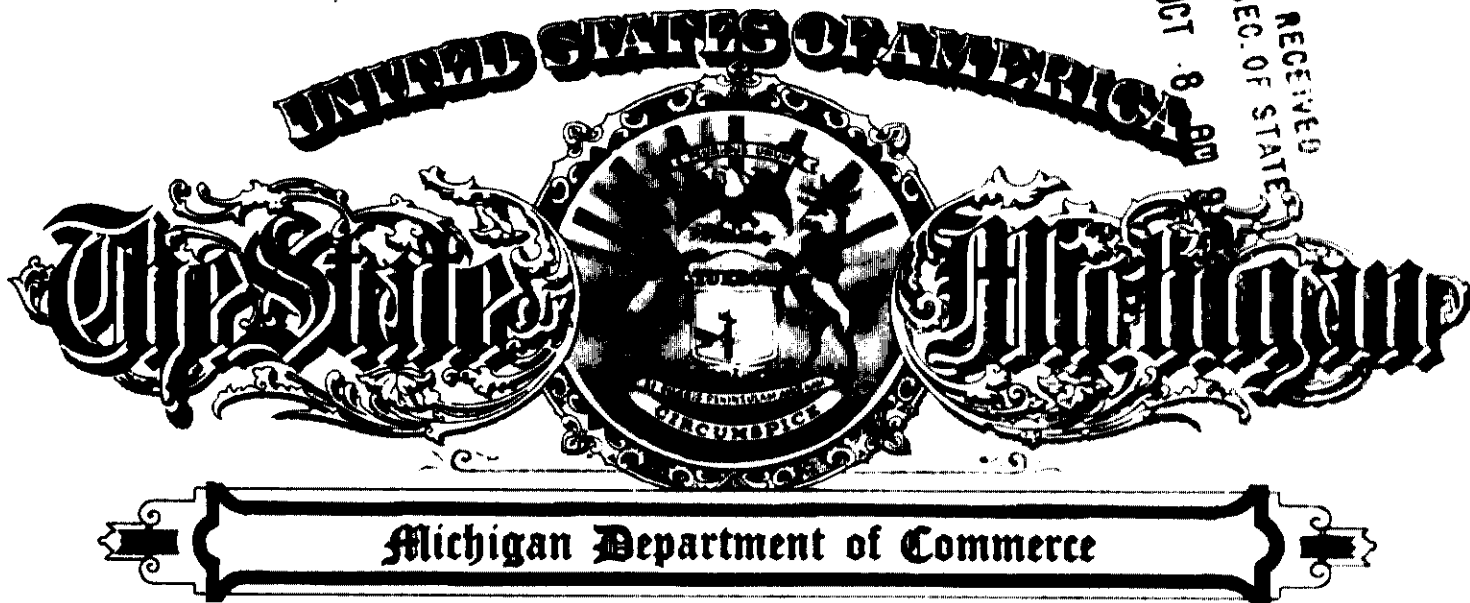
Donald A. Zeolla - ACTING IN OAKLAND
Notary Public COUNTY, MI.

The purposes for which the Corporation is formed are as follows:

- (1) To engage in the business of leasing real and/or personal property, and in this connection to purchase or otherwise acquire, hold, own, lease, rent, sell or otherwise dispose of, or deal in or with, in any manner, any real and/or personal property wherever situated, and generally to do all such things and perform or supply all such services as are commonly done, performed or supplied by a leasing company.
- (2) To negotiate loans and to lend or advance any of its funds to any person, firm, corporation or other entity upon the security of real and/or personal property, or without any security, upon such terms and conditions as may be deemed advisable.
- (3) To undertake, contract for or carry on any business incidental to, in aid of, convenient to or advantageous to the pursuit of any of the objects or purposes of the Corporation.
- (4) To engage in such other lawful businesses or activities as may be determined from time to time by the Board of Directors or management of the Corporation.
- (5) To have and exercise without limitation all the general powers granted by law to Corporations of the State of Michigan and all other powers necessary or appropriate to such purposes not specifically prohibited by law.
- (6) The purposes specified in the foregoing clauses shall not be limited or restricted by reference to or inference from the terms of any other clause herein contained, but the purposes specified in each of the foregoing clauses of this Article II shall be regarded as independent purposes.

OFFICERS AND DIRECTORS

<u>NAMES</u>	<u>OFFICE</u>	<u>ADDRESSES</u>
Robert E. Dorr	President/Director	21311 Civic Center Southfield, MI 48085
Madeline E. Daoust	Sr. Vice President/ Secretary/Director	21311 Civic Center Dr Southfield, MI 48085
Ronald D. Reame	Exec. Vice President/ Director	21311 Civic Center Dr Southfield, MI 48085
Edward A. Dahlka, Jr.	Director	502 Washington Townson, Maryland 21204
Milton M. Harris	Director	502 Washington Townson, Maryland 21204



Lansing, Michigan

This is to Certify That

AMERICAN FINANCIAL SERVICE GROUP, INC.

was validly incorporated on FEBRUARY 18TH, 1937 *, as a Michigan corporation, and said corporation is validly in existence under the laws of this State.*

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 23RD day of SEPTEMBER, 19 37.

Doug Ross Director