

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY
OF
DEUTSCHE FINANCIAL SERVICES CORPORATION
File Number C 80044

I, PETE T. CENARRUSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, 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 Amended Certificate of Authority to reflect the name change from DEUTSCHE FINANCIAL SERVICES CORPORATION to **GE COMMERCIAL DISTRIBUTION FINANCE CORPORATION** and attach hereto a duplicate of the application for such amended certificate.

Dated: November 27, 2002



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl DeWine*



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STATE OF IDAHO

Pursuant to Section 30-1-1504, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

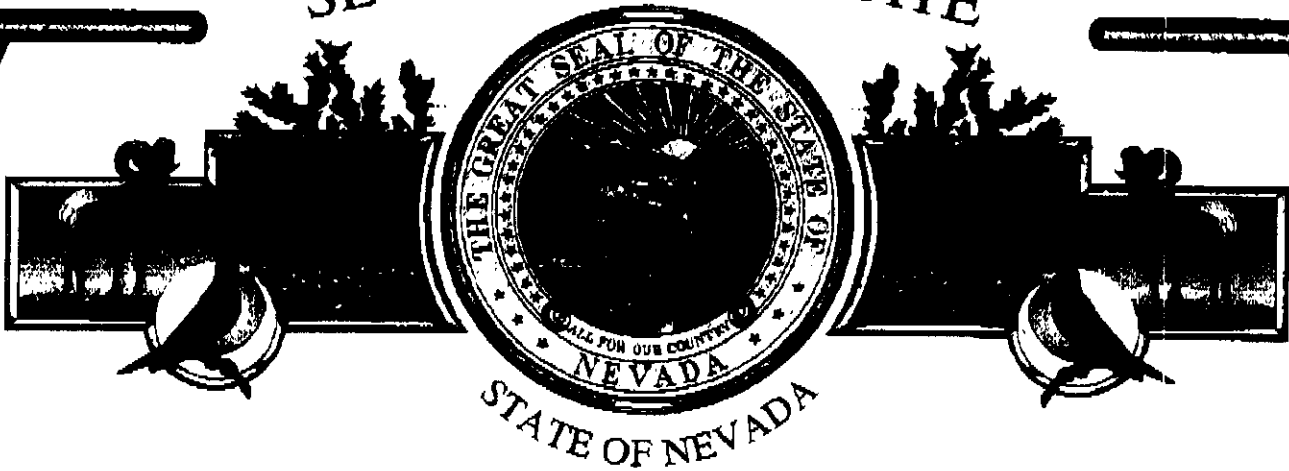
- Capacity:** Sr. Vice President

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IDAHO SECRETARY OF STATE
 11/27/2002 05:00
 CK: 88244 CF: 20168 BH: 648405
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80044

SECRETARY OF STATE



CERTIFICATE OF NAME CHANGE

I, DEAN HELLER, the duly qualified and elected Nevada Secretary of State, do hereby certify that on November 1, 2002, a Certificate of Amendment to its Articles of Incorporation changing the name to **GE COMMERCIAL DISTRIBUTION FINANCE CORPORATION**, was filed in this office by **DEUTSCHE FINANCIAL SERVICES CORPORATION**. Said change of name has been made in accordance with the laws of the State of Nevada and that said Certificate of Amendment is now on file and of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on November 18, 2002.



Dean Heller

DEAN HELLER
Secretary of State

By

Acqueline Wray
Certification Clerk