



Department of State.

**CERTIFICATE OF AUTHORITY
OF**

TRI-CONTINENTAL LEASING CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **TRI-CONTINENTAL LEASING CORPORATION**

_____ 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 **TRI-CONTINENTAL LEASING CORPORATION** to transact business in this State under the name **TRI-CONTINENTAL LEASING CORPORATION** _____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **January 9, 1985**



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

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 Tri-Continental Leasing Corporation
2. *The name which it shall use in Idaho is Tri-Continental Leasing Corporation
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is January 13, 1984 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 100 West Tenth Street, o/o The Corporation Trust Company
Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different from that in item 5 Route 17 South
Century Road, P.O. Box 907, Paramus, New Jersey 07653
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 CT CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in any lawful act or activity for which corporations
may be organized
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED LIST		
10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1	Common	No Par Value

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1	Common	No Par Value

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

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated _____, 19 84

Tri-Continental Leasing Corporation

By _____

Its _____ President

and _____

Its _____ Assistant Secretary

STATE OF Pennsylvania) Nelson C. Brown

COUNTY OF Philadelphia) ss:

I, LOIS E. STEVENSON, a notary public, do hereby certify that on this 18th day of December, 1984, personally appeared before me ROBERT W. STUBBS, who being by me first duly sworn, declared that he is the PRESIDENT of Tri-Continental Leasing Corporation

that he signed the foregoing document as PRESIDENT of the corporation and that the statements therein contained are true.

LOIS E. STEVENSON
Notary Public, Phila., Phila. Co.
My Commission Expires May 18, 1986

Lois E. Stevenson
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

Tri-Continental Leasing Corporation

(Current List of Officers and Directors)

JOHN A. MOUNTAIN Chairman/Chief Executive Officer/Director	1600 Market Street Philadelphia, PA 19103	1921 Nottingham Rd. Allentown, PA 19103
ROBERT W. STUBBS President	Rte. 17 South & Century Rd. Paramus, NJ 07653	324 McKinley Place Ridgewood, NJ
EDWARD G. GROGAN Secretary	1600 Market Street Philadelphia, PA 19103	84 Woodstone Lane Villanova, PA 19085
NELSON C. BROWN Assistant Secretary	1600 Market Street Philadelphia, PA 19103	501 Wyncotte Circle Berwyn, PA 19312
IRVING R. SILBER Treasurer	Rte. 17 South & Century Rd. Paramus, N.J. 07653	19-06 Angelo Terrace Fairlawn, NJ 07410
JOHN M. KELLEHER Director	1600 Market Street Philadelphia, PA 19103	503 Dawn Lane Bryn Mawr, Pa. 19101
JAMES H. DICKERSON, JR. Director	1600 Market Street Philadelphia, PA 19103	246 Roundhill Road St. David's, PA 19087



Office of Secretary of State

I, GLENN C. KENTON, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY TRI-CONTINENTAL LEASING 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 DATE SHOWN BELOW.

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JAN 9 3 53 AM '85
SECRETARY OF STATE

A handwritten signature of Glenn C. Kenton in dark ink.

Glenn C. Kenton, Secretary of State

AUTHENTICATION: 10407288

DATE: 12/28/1984

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