

FILED EFFECTIVE



APPLICATION FOR REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

04 APR -5 PM 12:09

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Transamerica Catalyst Financial Services, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

Transamerica Catalyst Financial Services, LLC

3. The jurisdiction under whose laws the limited liability company is organized is: Delaware

and the date of its formation was: 10/23/2002

4. The name and address of the registered agent in Idaho is: C T Corporation System

300 North 6th Street, Boise, Idaho 83702

5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

1209 Orange Street, Wilmington, DE 19801

6. The address of the limited liability company's principal office, if other than the address in #5 above, is:

5595 Trillium Boulevard, Hoffman Estates, IL 60192

7. The address to which correspondence should be addressed is:

5595 Trillium Boulevard, Hoffman Estates, IL 60192

8. Signature of a manager, if any, or a member if there are no managers.

Signature *Walter D. Bay*

Typed Name Walter D. Bay, Secretary for Transamerica Commercial

Manager Member Finance Corporation

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Revised 09/2002

Secretary of State use only

IDAHO SECRETARY OF STATE
04/05/2004 05:00
CK: 710132005 CT: 21069 BH: 737314
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1 @ 20.00 = 20.00 EXPEDITE C # 4

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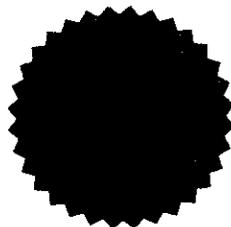
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRANSAMERICA CATALYST FINANCIAL SERVICES, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF MARCH, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3023007

DATE: 03-30-04