

State of Idaho

Department of State.

AMENDED CERTIFICATE OF AUTHORITY OF NORWEST LEASING, INC.

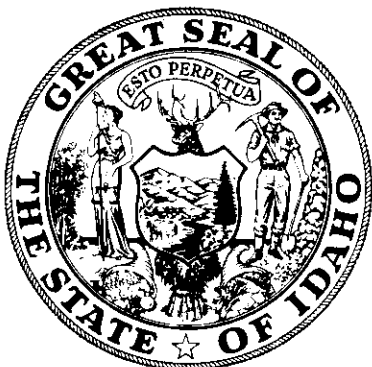
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **NORWEST LEASING, INC.**

_____ for an Amended 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 Amended Certificate of Authority to **NORWEST EQUIPMENT FINANCE, INC.**

_____ to transact business in this State under the name **NORWEST EQUIPMENT FINANCE, INC.** and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated May 14, 19 90.



Pete T. Cenarrusa
SECRETARY OF STATE

M. Kinsman
Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, **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.

1. A Certificate of Authority was issued to the corporation by your office on August 10, 1987,
19 83, authorizing it to transact business in the State of Idaho under the name of Norwest
Leasing, Inc.

2. Its corporate name has been changed to Norwest Equipment Finance, Inc.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is Norwest Equipment Finance, Inc.

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

No Change

(Note: If no additional purposes are proposed, insert "No change.")

Dated April 4, 19 90.

Norwest Equipment Finance, Inc.

By [Signature]

Daniel LeClerc
Its _____ President

And [Signature]

Margaret Halfman, Secretary
Its _____ Secretary

STATE OF Minnesota)
COUNTY OF Hennepin) ss:

I, Pauline Glendenning, a notary public, do hereby certify that on this
4th day of April, 19 90, personally appeared

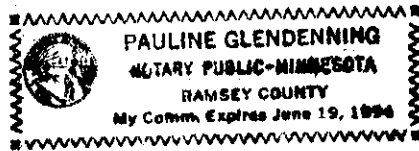
(continued on reverse)

before me Daniel Leclerc, who being by me first duly sworn,
declared that he is the President of Norwest Equipment Finance, Inc.

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

Pauline Glendenning

Notary Public



State of Minnesota

RECEIVED

SECRETARY OF STATE

30 MAY 14 PM 10 23

Certificate of Good Standing

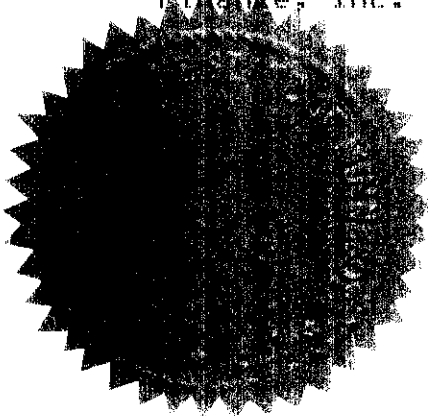
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; that this corporation is authorized to do business as a corporation at the time this certificate is issued; and that amendments to the articles of that corporation were filed on the dates listed below.

Name: Norwest Equipment Finance, Inc.

Date Formed: 12/05/1968

Chapter Governed By: 302A

Amendments Filed On: 12/05/1968-ORIGINAL
NW Bk Bldg 7th Str & Marquette -CURRENT NAME
Weatherball Leasing Co. 08/09/1971-CURRENT NAME
Lease Northwest, Inc. 04/12/1983-CURRENT NAME
Norwest Leasing, Inc. 06/02/1983-CONSENT
11/01/1983-REGISTERED OFFICE ADDRESS #930 Cargill Bldg
7th & Marquette Mpls 55479 08/07/1987-REGISTERED OFFICE
ADDRESS - 1600 W 82nd Str #120
- Mpls MN 55479- 12/02/1987-MERGER Norwest
Lease Finance, Inc. (qual FL) - Merger eff 12/31/87
01/18/1990-MERGER Norwest Equipment
Finance, Inc. (MN) eff -
11:59pm -CURRENT NAME Norwest Equipment
Finance, Inc. -REGISTERED OFFICE ADDRESS -



Joan Anderson Grove
Secretary of State.

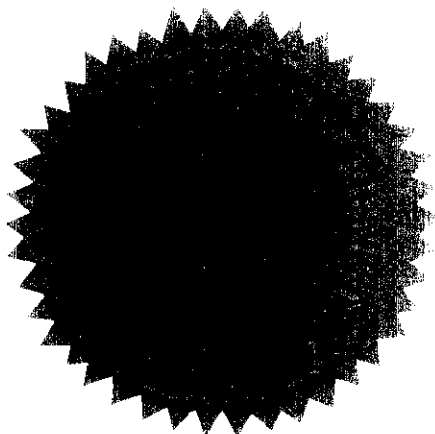
State of Minnesota

SECRETARY OF STATE

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6th & Marquette Norwest Ctr -
Mpls MN 55479-

This certificate has been issued on 05/04/90.



Joan Anderson Grove
Secretary of State.