

State of Idaho

Department of State.

CERTIFICATE OF AUTHORITY OF

BUSINESS CREDIT LEASING, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ***BUSINESS CREDIT LEASING, 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 ***BUSINESS CREDIT LEASING, INC.*** to transact business in this State under the name ***BUSINESS CREDIT LEASING, INC.*** and attach hereto a duplicate original of the Application for such Certificate.

Dated **October 24, 1983**



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 BUSINESS CREDIT LEASING, INC. STATE
2. *The name which it shall use in Idaho is BUSINESS CREDIT LEASING, INC.
3. It is incorporated under the laws of Minnesota
4. The date of its incorporation is May 1, 1983 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 115 West College Drive, Marshall, MN 56258
6. The address to which correspondence should be addressed, if different from that in item 5 115 West College Drive, Marshall, MN 56258
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:
The leasing of sanitation equipment.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Marvin Schwan</u>	<u>PRES./TREAS. & DIRECTOR</u>	<u>42 Riverview Heights, Sioux Falls, SD</u>
<u>A. J. Anderson</u>	<u>VICE PRES. & DIRECTOR</u>	<u>115 West College Drive, Marshall, MN 56258</u>
<u>Donald Miller</u>	<u>SECY. & DIRECTOR</u>	<u>115 West College Drive, Marshall, MN 56258</u>

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 of Statement That Shares Are Without Par Value
<u>25,000</u>	<u>Common</u>	<u>\$1.00</u>

(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
1,000	Common	\$1.00

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 copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 10, 19 83.

BUSINESS CREDIT LEASING, INC.

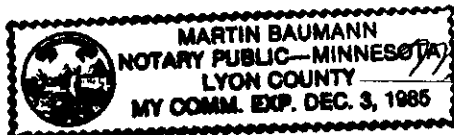
By Marvin Schwan
Marvin Schwan
Its _____ President

and Donald Miller
Donald Miller
Its _____ Secretary

STATE OF MINNESOTA)
COUNTY OF LYON) ss:

I, Martin Baumann, a notary public, do hereby certify that on this 10 day of October, 19 83, personally appeared before me Marvin Schwan, who being by me first duly sworn, declared that he is the President of BUSINESS CREDIT LEASING, INC.

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



Martin Baumann
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.

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To All To Whom These Presents Shall Come, Greeting:

Whereas, Articles of Incorporation, duly signed and acknowledged under oath, have been filed for record in the office of the Secretary of State, on the first day of May, A. D. 19 81, for the incorporation of

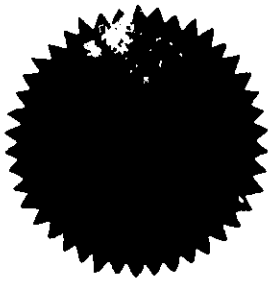
Business Credit Leasing, Inc.

under and in accordance with the provisions of the Minnesota Business Corporation Act, Minnesota Statutes, Chapter 301,

Now, Therefore, by virtue of the powers and duties vested in me by law, as Secretary of State of the State of Minnesota, I do hereby certify that the said

Business Credit Leasing, Inc.

is a legally organized Corporation under the laws of this State.



Witness my official signature hereunto subscribed and the Great Seal of the State of Minnesota hereunto affixed this first day of May, in the year of our Lord one thousand nine hundred and eighty-one.

Garland Anderson
Secretary of State.

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ARTICLES OF INCORPORATION
OF
BUSINESS CREDIT LEASING, INC.

The undersigned, for the purpose of forming a corporation under and pursuant to the provisions of the Minnesota Business Corporation Act, does hereby establish a body corporate and adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be
BUSINESS CREDIT LEASING, INC.

ARTICLE II

The corporation shall have general business purposes.

ARTICLE III

The corporation shall have all the powers granted or available to a corporation organized for general business purposes under the Minnesota Business Corporation Act, as amended from time to time, including but not limited to the following specific powers:

(a) to become surety for or guarantee the performance of any contract, lease or obligation of any other person, firm, association, corporation or entity, whether domestic or foreign, in connection with the carrying on of any business or activity which in the judgment of the Board of Directors of the corporation will be of benefit to the corporation; and

(b) to acquire, hold, pledge, mortgage, hypothecate, sell or otherwise dispose of the shares, bonds and other evidences of indebtedness, and other securities of any person, firm, association, corporation or entity, whether domestic or foreign, including those of the corporation.

ARTICLE IV

The duration of the corporation shall be perpetual.

ARTICLE V

The location and post-office address of the registered office of the corporation in the State of Minnesota shall be 115 West College Drive, Marshall, Minnesota 56258.

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ARTICLE VI

The total authorized number of shares of the corporation shall be 25,000 shares, which shall be designated Common Stock, and the par value of each share shall be \$1.

ARTICLE VII

The amount of stated capital with which the corporation shall begin business shall be \$1,000.

ARTICLE VIII

No shareholder of the corporation shall have any preemptive rights to subscribe for, purchase or acquire any shares of the corporation of any class, whether unissued or treasury shares or whether now or hereafter authorized, or any obligations or other securities convertible into or exchangeable for any such shares.

No shareholder of the corporation shall have any cumulative voting rights.

ARTICLE IX

The holders of a majority of the then outstanding voting power of all shareholders entitled under these Articles of Incorporation to vote shall have the power to amend these Articles of Incorporation, to adopt an agreement of consolidation or merger, and to authorize the Board of Directors of the corporation to sell, lease, exchange, or otherwise dispose of all, or substantially all, of the property and assets of the corporation, including its good will, upon such terms and conditions and for such consideration, which may be money, shares, bonds or other instruments for the payment of money, or other property, as the Board of Directors deems expedient.

ARTICLE X

The business of the corporation shall be managed by a Board of Directors. The names and post-office addresses of the first directors of the corporation are as follows:

<u>Name:</u>	<u>Post-Office Address</u>
Marvin Schwan	115 West College Drive Marshall, Minnesota 56258
Donald Miller	115 West College Drive Marshall, Minnesota 56258
A. J. Anderson	115 West College Drive Marshall, Minnesota 56258

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The term of office of each of such first directors shall be for one year or until the first annual meeting of the shareholders of the corporation.

ARTICLE XI

The Board of Directors of the corporation shall have authority:

(a) to make and alter the By-Laws of the corporation, subject to the power of the shareholders to change or repeal such By-Laws;

(b) to accept or reject subscriptions for and to authorize the issuance of and allot shares of the corporation;

(c) to authorize the issuance of and to grant rights to convert any of the securities of the corporation, including shares of any class, into shares of the corporation of any class;

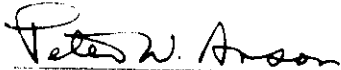
(d) to grant options to subscribe for or purchase shares of the corporation of any class and to authorize the issuance of subscriptions or share purchase warrants or other evidences of option rights; and

(e) to fix the terms, provisions and conditions of such conversion rights or options, including the conversion basis or bases and the option price or prices at which shares may be subscribed for or purchased.

ARTICLE XII

The name and post-office address of the incorporator of the corporation is Peter W. Anson, 1300 Northwestern Bank Building, Minneapolis, Minnesota 55402.

IN WITNESS WHEREOF, I have hereunto set my hand this 29 day of April, 1981.


Peter W. Anson

STATE OF MINNESOTA)
) SS.
COUNTY OF HENNEPIN

On this 29 day of April, personally appeared before me Peter W. Anson, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he was a person of full age and that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

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RECEIVED
STATE OF IOWA
DEPARTMENT OF REVENUE
TAXPAYER'S RECEIPT FOR TAX PAID
IN THIS STATE
DATE PAID May 1930
AMOUNT PAID A 55
RECEIVED BY 394
John Anderson Howe
C/O
Secretary of State