



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

09 DEC -8 PM 4:04

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

GB Equipment Finance Funding, L.L.C.

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:

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

4. The name and complete street address of the registered agent in Idaho is:

C T Corporation System

1111 West Jefferson, Suite 530, Boise, ID 83702

5. The street and mailing address of the limited liability company's principal office in Idaho is:

c/o CT Corporation System 1111 West Jefferson, Suite 530, Boise, ID 83702

Street Address

Mailing Address, if different

6. The street and mailing addresses of the limited liability company's office in the jurisdiction under whose laws it is organized is:

1209 Orange Street, Wilmington, DE 19801

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

Fred Robustelli

201 Merritt 7, Norwalk, CT 06851

8. Signature of an authorized person:

Linda V. Velez

Authorized Signature

LINDA V. VELEZ

Typed Name

Secretary of State use only

IDAHO SECRETARY OF STATE
12/08/2009 05:00
CK: 17782 CT: 20168 BH: 1198346
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Revised 07/2003

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GE EQUIPMENT FINANCE FUNDING, L.L.C." 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 SEVENTH DAY OF DECEMBER, A.D. 2009.

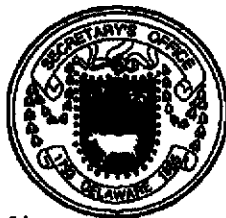
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GE EQUIPMENT FINANCE FUNDING, L.L.C." WAS FORMED ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2009.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7681007

DATE: 12-07-09