

# State of Idaho

## Department of State

### CERTIFICATE OF AUTHORITY OF

ORIX USA CORPORATION

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

Dated October 09, 1990



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Elizabeth M. [Signature]*  
Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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 information:

DEC 9 10 25 AM '90  
SECRETARY OF STATE

1. The name of the corporation is ORIX USA CORPORATION

2. The name which it shall use in Idaho is \_\_\_\_\_

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is August 6, 1981 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 1209 Orange Street, Wilmington, Delaware 19801

6. The address to which correspondence should be addressed, if different from that in item 5. 780 3rd Avenue, 48th Floor, New York, New York 10017

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:  
To engage in any lawful act or activity.

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

Name	Office	Address
<u>SEE ATTACHED LIST</u>		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name

Office

Address


ORIX USA CORPORATION  
 SECRETARY OF STATE

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 9/6/90

ORIX USA CORPORATION

(Corporation Name)

By [Signature]  
 Kazuhiko Naganuma, Its ~~President~~ / Vice President (please specify)  
 Exec.

and [Signature]  
 Byron Southey, Its ~~Secretary~~ / Assistant Secretary (please specify)

STATE OF CALIFORNIA )  
 ) ss:  
 COUNTY OF LOS ANGELES )

I, TOM T. OSAKI, a notary public, do hereby certify that on this sixth day of SEPTEMBER, 19 90, personally appeared before me Byron Southey, who being by me first duly sworn, declared that (s)he is the Assistant Secretary of ORIX USA CORPORATION

that (s)he signed the foregoing document as Assistant Secretary of the corporation and that the statements therein contained are true.



[Signature]  
 Notary Public

ORIX USA CORPORATION

Directors & Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
Yoshihiko Miyauchi	Director & Chairman of the Board	780 3rd Avenue 48th Floor New York, New York 10017
Sachio Hata	Director	780 3rd Avenue 48th Floor New York, New York 10017
Takashi Koizumi	Director & President	780 3rd Avenue 48th Floor New York, New York 10017
Masaaki Tashiro	Director	780 3rd Avenue 48th Floor New York, New York 10017
Kazuhiko Naganuma	Director & Exec. Vice President	780 3rd Avenue 48th Floor New York, New York 10017
Kiyoshi Fushitani	Secretary	780 3rd Avenue 48th Floor New York, New York 10017
Byron Southey	Assistant Secretary	780 3rd Avenue 48th Floor New York, New York 10017
Junsuke Dai	Treasurer	780 3rd Avenue 48th Floor New York, New York 10017

# State of Delaware



Oct 9 10 25 AM '90  
SECRETARY OF STATE

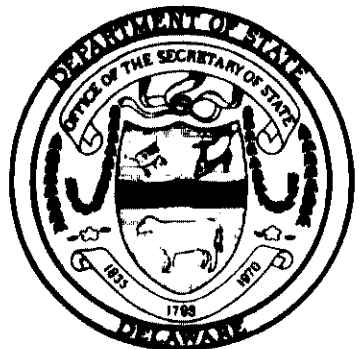
## Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY ORIX USA 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.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

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*Michael Harkins*  
Michael Harkins, Secretary of State

AUTHENTICATION: ; 2813290  
DATE: 10/05/1990