



State
of
California

OFFICE OF THE SECRETARY OF STATE

I, MARCH FONG EU, Secretary of State of the State of California, hereby certify:

That on the 31st day of December, 1988,

there was filed in this office a Agreement and Plan of Merger

merging . . . BAKER RELEASE CAPITAL CORPORATION

a California corporation, into **BAMERILEASE, INC.**

_____, a California corporation

and the surviving corporation, by the terms of said agreement.

Further, that according to our records said merged California corporation has ceased to exist as a separate corporate entity.

I further certify that the name of the surviving corporation was changed to BA LEASING & CAPITAL CORPORATION by the terms of said Agreement and Plan of Merger.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
23rd day of January, 1989

March Four Ex

Secretary of State

