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**Department of State.**

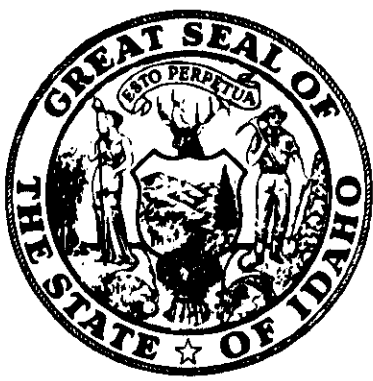
**CERTIFICATE OF AUTHORITY  
OF**

U. S. BANCORP LEASING & FINANCIAL

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of U. S. BANCORP LEASING & FINANCIAL 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 U. S. BANCORP LEASING & FINANCIAL to transact business in this State under the name U. S. BANCORP LEASING & FINANCIAL and attach hereto a duplicate original of the Application for such Certificate.

Dated August 19, 1991



*Pete T. Cenarrusa*  
SECRETARY OF STATE

*Elizabeth M. Fabula*  
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 statement:

1. The name of the corporation is U. S. Bancorp Leasing & Financial
2. The name which it shall use in Idaho is U. S. Bancorp Leasing & Financial

(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 Oregon
4. The date of its incorporation is October 14, 1971 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 825 N.E. Multnomah, Ste. 875, Portland, Oregon 97232
6. The address to which correspondence should be addressed, if different from that in item 5.  
% U. S. Bancorp 111 S. W. Fifth Avenue (T-2) Portland, OR 97204
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:  
Provide industrial financing and leasing to individuals,  
corporations, partnerships and other entities.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Please see attached.</u>		

(continued on reverse)

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Name

Office

Address

Please see attached.

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: August 13, 1991

U. S. Bancorp Leasing & Financial

(Corporation Name)

By

Charles C. Langer

Its President

and

T. Dalrymple

Its Secretary

STATE OF

Oregon

COUNTY OF

Multnomah

) ss:

I, Mary Ann Underwood, a notary public, do hereby certify that on

this 13th day of August, 19 91, personally appeared before

me T. Dalrymple, who being by me first duly sworn, declared that (s)he

is the Secretary of U. S. Bancorp Leasing & Financial

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

My commission expires December 19, 1993.

Mary Ann Underwood  
Notary Public

**OFFICERS AND DIRECTORS**  
**OF**  
**U. S. BANCORP LEASING & FINANCIAL**

<u>Name and Title</u>	<u>Address</u>
<b><u>OFFICERS</u></b>	
Charles C. Langer President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Merle K. Buck Executive Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Edwin L. Crutcher Senior Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Wesley W. Lawrence Senior Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Jerry L. Jordan Senior Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Thomas J. Griffin Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Rachel A. Iddings Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Charles D. Mora Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Ronald G. Blackledge Assistant Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Steve M. Calaway Assistant Vice President	6925 Union Park Center, Suite 300 Midvale, Utah 84047
Bill D. Egner Assistant Vice President	811 Willamette Eugene, Oregon 97330
Kevin Grant Assistant Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232
Michael D. Jewell Assistant Vice President	West 428 Riverside, Suite 518 Spokane, Washington 99201
Walter S. Ludtke Assistant Vice President	825 N. E. Multnomah, Suite 875 Portland, Oregon 97232

**Edward F. Miller**  
**Assistant Vice President**

**825 N. E. Multnomah, Suite 875**  
**Portland, Oregon 97232**

**Philip E. Thygeson**  
**Assistant Vice President**

**825 N. E. Multnomah, Suite 875**  
**Portland, Oregon 97232**

**T. Dalrymple**  
**Secretary**

**111 S. W. Fifth Avenue**  
**Portland, Oregon 97204**

**Richard R. Rasmussen**  
**Assistant Secretary**

**111 S. W. Fifth Avenue**  
**Portland, Oregon 97204**

**Paul M. Devore**  
**Treasurer**

**111 S. W. Fifth Avenue**  
**Portland, Oregon 97204**

**DIRECTORS**

**John D. Eskildsen**  
**Director**

**321 S. W. Sixth Avenue**  
**Portland, Oregon 97204**

**Donald W. Magnusen**  
**Director**

**111 S. W. Fifth Avenue**  
**Portland, Oregon 97204**

**Kevin R. Kelly**  
**Director**

**111 S. W. Fifth Avenue**  
**Portland, Oregon 97204**

**Note: All terms of office expire January 17, 1992, as they are renewed annually.**



## Office of the Secretary of State Corporation Division

I, **Danet Sullivan**, *Director of the Corporation Division*,

**DO HEREBY CERTIFY:**

U.S. BANCORP LEASING & FINANCIAL was incorporated under the Oregon Business Corporation Act on October 14, 1971 and is an existing corporation on the records of the Corporation Division as of the date of this certificate.

**Danet Sullivan**

*Director*

By *Patricia A. McMillon*

Date *July 23, 1991*