

State of Idaho

Office of the Secretary of State

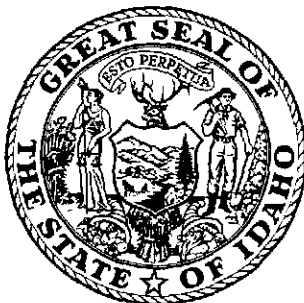
**CERTIFICATE OF REGISTRATION
OF
WINTRUST ASSET FINANCE INC.**

File Number C 210020

I, LAWRENCE DENNEY, Secretary of State of the State of Idaho, hereby certify that an application for Foreign Registration Statement, duly executed pursuant to the provisions of the Idaho Uniform Business Organization Code, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Registration to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: June 3, 2016



Lawrence Denney
SECRETARY OF STATE

By *Christina*

202



FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Filing fee: \$100 typed, \$120 not typed

Complete and submit the form in duplicate.

2016 JUN -3 PM 2:32

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the entity is: Wintrust Asset Finance Inc.
2. The name which it shall use in Idaho is: _____
(Enter a name here, only if you are required to adopt an alternate name)
3. Select the type of entity you wish to register:
- | | |
|--|--|
| <input checked="" type="checkbox"/> Business Corporation | <input type="checkbox"/> General Partnership |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> General Cooperative Association |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Limited Partnership (Including a limited liability limited partnership) |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Statutory Trust, Business Trust, or Common-law Business Trust |
- ☐ Other: _____
(Use "Other" only if your foreign entity type is not listed above, and enter the type here.)
4. Jurisdiction of formation: Delaware
(Provide the domestic jurisdiction where the entity was formed)
5. The address of its principal office is:
2801 Network Boulevard, Suite 505, Frisco, TX 75034
(Street Address)
9700 West Higgins Road, Suite 800, Rosemont, IL 60018
(Mailing Address, if different)
6. The address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:
Not Applicable
(Street Address)
Not Applicable
(Mailing Address, if different)
7. The mailing address to which correspondence should be addressed, if different from item 5, is:
Same as item 5
(Address)
8. Name and street address of registered agent in Idaho:
Registered Agent Solutions, Inc. 921 S. Orchard Suite G Boise, ID 83705
(Name) (Address)
9. The name, capacity, and mailing address of at least one governor:
- | | | |
|----------------------|------------------|--|
| <u>Ronald Horner</u> | <u>Secretary</u> | <u>2801 Network Boulevard, Suite 505, Frisco, TX 75034</u> |
| (Name) | (Capacity) | (Address) |
- _____
(Name) (Capacity) (Address)

Typed Name: Ronald HornerSignature: Ronald HornerCapacity: Secretary

Secretary of State use only

IDAHO SECRETARY OF STATE

06/03/2016 05:00

CK: PREPAID CT: 221028 BH: 1531558

1@ 100.00 = 100.00 FOR REG ST #2

1@ 20.00 = 20.00 EXPEDITE C #3

C 210020

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WINTRUST ASSET FINANCE INC." 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 THIRTEENTH DAY OF MAY, A.D. 2016.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WINTRUST ASSET FINANCE INC." WAS INCORPORATED ON THE THIRTIETH DAY OF JUNE, A.D. 2015.

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



5777102 8300

SR# 20163198498

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

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 202317707

Date: 05-13-16