

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY
OF
NORTHEASTERN LEASING & FINANCE CORP.
File Number C 132982

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: March 16, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Amanda Davis*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED/EFFECTIVE

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

MAR 15 1 02 PM '88

- The name of the corporation is Northeastern Leasing & Finance Corp.
- The name which it shall use in Idaho is _____
- It is incorporated under the laws of New York
- Its date of incorporation is November 16, 1983
- The address of its principal office is 450 East River Road, PO Drawer 114, Grand Island, NY 14072
- The address to which correspondence should be addressed, if different from item 5, is _____
- The street address of its registered office in Idaho is 1423 Tyrell Lane, Boise, Idaho 83706
_____, and its registered agent in Idaho at that address is National Registered Agents, Inc.
- The names and respective business addresses of its directors and officers are:

| Name | Office | Address |
|-----------------------|-------------------|-------------------------------|
| <u>N. Bruce Allen</u> | <u>President,</u> | <u>450 East River Road,</u> |
| _____ | <u>Secretary,</u> | <u>Grand Island, NY 14072</u> |
| _____ | <u>Treasurer,</u> | _____ |
| _____ | <u>Director</u> | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

Dated: 3/7/88

Northeastern Leasing & Finance Corp.
(Corporation name)

By N. Bruce Allen
N. Bruce Allen

Its President
(specify capacity of signer)

| | |
|-----------------------------|------------------|
| IDAHO SECRETARY OF STATE | |
| Customer Acct # | 03/16/2000 09:00 |
| (If using a paid account) | 19577 RH: 299741 |
| Secretary of State use only | |
| 1 @ 100.00 = 100.00 | AUTH PRO # 2 |
| 1 @ 20.00 = 20.00 | EXPEDITE C # 3 |
| C132982 | |

State of New York | **ss:**
Department of State

I hereby certify, that the Certificate of Incorporation of NORTHEASTERN LEASING & FINANCE CORP. was filed on 11/16/1983, under the name of A & A LEASING CORP., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment A & A LEASING CORP., changing its name to NORTHEASTERN FUNDING OF AMERICA, INC., was filed 09/01/1987.

A Certificate of Amendment NORTHEASTERN FUNDING OF AMERICA, INC., changing its name to NORTHEASTERN LEASING & FINANCE CORP., was filed 11/19/1987.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 09th day of March
two thousand.



Special Deputy Secretary of State

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