



State  
of  
California  
OFFICE OF THE SECRETARY OF STATE

JUN 27 8 25 AM '88  
SECRETARY OF STATE

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

That on the 31st day of December, 19 87,  
there was filed in my office a Certificate of Merger  
merging FIRST INTERSTATE LEASING, INC.  
a California corporation, into CREDIT ALLIANCE CORPORATION  
, a New York corporation.

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



IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this  
10th day of June, 1988

*March Fong Eu*  
Secretary of State