

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

Siemens Credit Corporation

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Siemens Credit Corporation

SECOND: The name which it elects to use in Rhode Island is Siemens Credit Corporation

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

THIRD: It is incorporated under the laws of Delaware

FOURTH: The date of its incorporation is August 12, 1982 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 306 South State Street, Dover, Delaware 19901

SIXTH: The address of its proposed registered office in Rhode Island is Suite 3-A, 101 Dyer St., Providence and the name of its proposed registered agent in Rhode Island at that address is United States Corporation Company

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are Siemens Credit Corporation conducts commercial finance business in the form of equipment leases, conditional sales contracts, rentals and the acceptance or purchase of commercial paper for the Siemens product companies in the United States.

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Director

See Schedule A attached President

Vice President

Secretary

Treasurer

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1000	Common	--	\$1.00

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1000	Common	--	\$1.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 260,389.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 14,000,000.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 5,000.00

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

By *[Signature]*
and *As President*
Frank S. Hewitt
Its Secretary

STATE OF NEW YORK }
COUNTY OF NEW YORK } So.

At *NEW YORK* in said County on the *17th* day
of *JANUARY* 198*4*, before me personally appeared
Frank S. Hewitt, who being by me first duly sworn, declared that
he is the Secretary of Siemens Credit Corporation,
that he signed the foregoing document as such Secretary of the
corporation, and that the statements therein contained are true.

[Signature]

Notary Public
HERTHA R. GIBBONS
Notary Public, State of New York
No. 472231
Qualified in Queens County
Commission Expires March 30, 1984

(NOTARIAL SEAL)

RECEIVED
FEB 10 1984
U.S. DEPARTMENT OF JUSTICE
FEDERAL BUREAU OF INVESTIGATION

FEB 10 1984 *KWJ*

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