

Filing Fee \$150.00

ID Number: 106072



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION

(To Be Filed in Duplicate)

Pursuant to the provisions of Chapter 7-16-49 of the General Laws, 1956, as amended, the undersigned limited liability company hereby applies for a Certificate of Registration to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is: Snap-on Credit LLC *OK, document attached*
02903, 87541 - 9872, 02037

2. The name, if different, under which it proposes to register and transact business in Rhode Island is:

3. The limited liability company is organized under the laws of Delaware

4. The date of its organization is October 26, 1998

5. The period of duration of the limited liability company is (if perpetual, so state) perpetual

6. The address of the limited liability company's resident agent in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)

Providence, RI 02903 and the name of the resident agent at such address
(City/Town) (Zip Code)

is C T CORPORATION SYSTEM

7. The secretary of state is appointed the agent of the foreign limited liability company for service of process if at any time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.

8. The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:
1209 Orange Street, Wilmington, Delaware 19801

9. The mailing address for the limited liability company is:
2801 80th Street, Kenosha, Wisconsin 53141-1410

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STATE OF RHODE ISLAND
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903-1335

10. The limited liability company is to be managed by:

(Check one box only)

its members or by one (1) or more managers

11. If the limited liability company has managers at the time of filing this application, please list the name and address of each manager.

Manager	Address
Ned R. Brooks General Manager	2801 80th Street Kenosha, WI 53141
Leonard R. Bacon Regional Credit Manager	91 Cedar Street Milford, MA 07157

12. This application is accompanied by certified copies of the limited liability company's articles of organization and all amendments thereto, duly authenticated by the proper officer of the state or jurisdiction under the laws of which it is organized.

Under penalty of perjury, I declare and affirm that I have examined this Application for Registration and that all statements contained herein are true and correct.

Snap-on Credit LLC

(Exact name of Limited Liability Company making application)

By: SNAP-ON FINANCIAL SERVICES, INC.
Sole Member

*By Michael J. Montemurro

Its Director

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By JMD 222609

* To be signed by a person with authority to do so under the laws of the state or other jurisdiction of its organization.

Letter of Consent to Use of the Name "Snap-on"

To the Secretary of State
State of Rhode Island
Providence, RI

Snap-on Incorporated, a Delaware corporation; Snap-on Tools Company, a Wisconsin corporation; and Snap-on Securecorp, Inc., a Wisconsin corporation; all companies authorized to transact business in the State of Rhode Island, hereby give consent to Snap-on Credit LLC, a Delaware limited liability company, to use the name "Snap-on" in its name Snap-on Credit LLC in order to be qualified to do business in the State of Rhode Island.

In Witness Whereof said Snap-on Incorporated has caused these presents to be executed in its corporate name by its Treasurer, thereunto duly authorized, this 30th day of March, 1999.

Witness: Jane Herbek
Jane Herbek

By: Denis J. Loverine
Denis J. Loverine,
Treasurer

In Witness Whereof said Snap-on Tools Company has caused these presents to be executed in its corporate name by its Treasurer, thereunto duly authorized, this 30th day of March, 1999.

Witness: Jane Herbek
Jane Herbek

By: Denis J. Loverine
Denis J. Loverine,
Treasurer

In Witness Whereof said Snap-on Securecorp, Inc. has caused these presents to be executed in its corporate name by its Treasurer, thereunto duly authorized, this 30th day of March, 1999.

Witness: Jane Herbek
Jane Herbek

By: Denis J. Loverine
Denis J. Loverine,
Treasurer

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To the Secretary of State
State of Rhode Island
Providence, RI

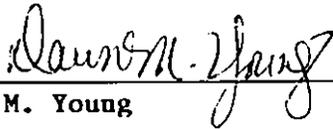
Snap-on Credit Corporation, a corporation organized and existing under and by virtue of the laws of the State of Wisconsin, and authorized to transact business in the State of Rhode Island hereby consents to the qualification in Rhode Island of a limited liability company ("LLC") having the name Snap-on Credit LLC.

In Witness Whereof said Snap-on Credit Corporation has caused these presents to be executed in its corporate name by its Vice President, thereunto duly authorized, this 30th day of ~~February, 1999~~ December, 1998.



By: Ned R. Brooks, Vice President
(Signature and title of officer)

Attest:



Dawn M. Young

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SECRETARY OF STATE
PROVIDENCE, RHODE ISLAND
NOV 17 1998

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SNAP-ON CREDIT INTERIM II, LLC", CHANGING ITS NAME FROM "SNAP-ON CREDIT INTERIM II, LLC" TO "SNAP-ON CREDIT LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 1998, AT 12:32 O'CLOCK P.M.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9501586

DATE:

01-04-99