

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

Corp. I.D. #

88941

APPLICATION FOR CERTIFICATE OF AUTHORITY OF

LEASE CORPORATION OF AMERICA

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 LEASE CORPORATION OF AMERICA

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

LEASE CORPORATION OF AMERICA

(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 MICHIGAN

FOURTH: The date of its incorporation is June 1, 1988 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 340 E. Big Beaver Road, Ste. 560, Troy, MI 48063

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

C T CORPORATION SYSTEM

Signature

SEAN J. GANLEY, ASST. VP.

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

The leasing of new and/or used office equipment.

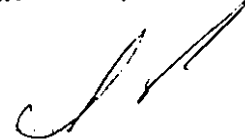

FILED

MAR 29 1996

By SS
158858

Dated March 27, 1996

LEASE CORPORATION OF AMERICA
[Exact Corporate Name of Corporation Making Application]

By  Its President
and  Its Asst. Secretary

STATE OF MICHIGAN
COUNTY OF OAKLAND

} Sc.

At Troy, Michigan in said County on the 27th day
of March 1996, before me personally appeared
Marshall S. Kleven, who being by me first duly sworn, declared that
he is the Assistant Secretary of Lease Corporation of America,
that he signed the foregoing document as such Assistant Secretary of the
corporation, and that the statements therein contained are true.



Notary Public

(NOTARIAL SEAL)

MARIE B. GOETTEL
Notary Public, Oakland County, MI
My Commission Expires Nov. 8, 1999

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
SEE ATTACHED LIST	Director	
	Director	
	Director	
SEE ATTACHED LIST	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>
50,000	common		\$1.00
1,500	preferred		\$100.00

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>
43,500	common		\$1.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$4.4 Million

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

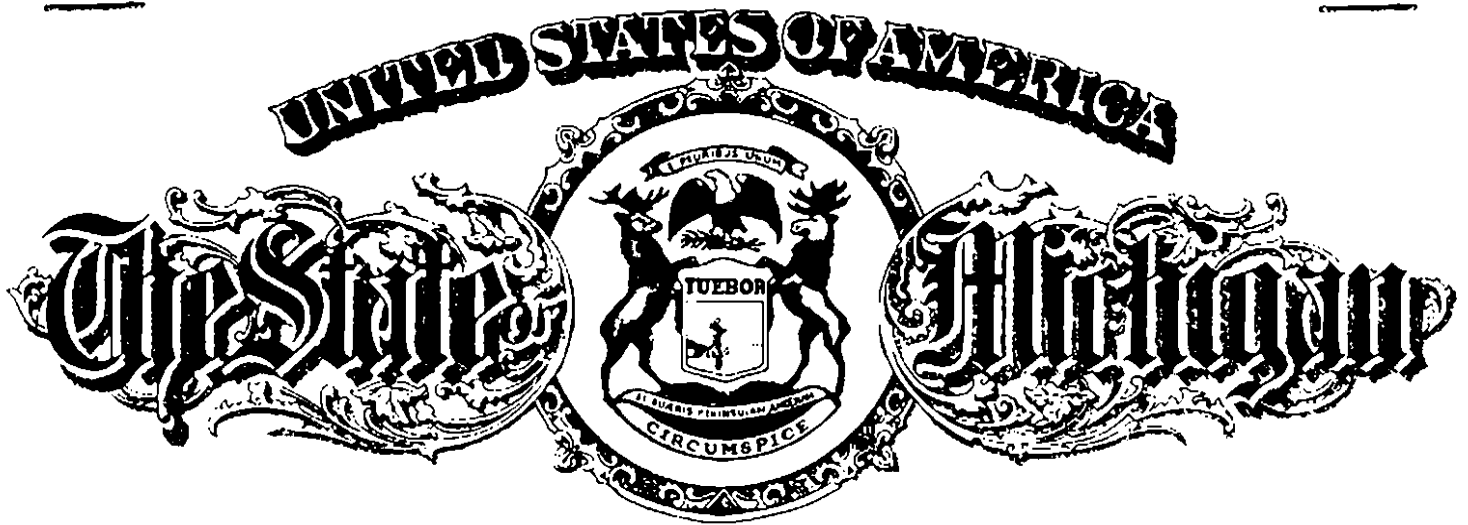
THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$3.5 Million

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 \$400,000

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

LEASE CORPORATION OF AMERICA

OFFICE	NAME	ADDRESS
PRESIDENT:	F. ALEX MC CORMICK	340 E. BIG BEAVER RD., STE. 560 TROY, MI 48083
VICE-PRESIDENT SECRETARY	JAMES G. PETCOFF	28819 FRANKLIN RD., STE 300 SOUTHFIELD, MI 48037
TREASURER	RAYMOND J. WEITZMAN	2986 BLOOMFIELD PARK DR., W. BLOOMFIELD, MI 48323
VICE-PRESIDENT ASSISTANT SECRETARY	MARSHALL S. KLEVEN	340 E. BIG BEAVER RD. STE. 560 TROY, MI 48083
VICE-PRESIDENT CHIEF FINANCIAL OFFICER	MARK LESNAU	340 E. BIG BEAVER RD., STE. 560 TROY, MI 48083
DIRECTOR/CHAIR	JOHN B. KEMP	201 W. BIG BEAVER RD. STE. 600 TROY, MI 48084
DIRECTOR	JAMES G. PETCOFF	As above
DIRECTOR	RAYMOND J. WEITZMAN	As above



Michigan Department of Commerce

Lansing, Michigan

This is to Certify that the Annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 21st day of February, 1996.

Carl L. Lysen, Director
Corporation & Securities Bureau