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12/30/05



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12/28/05--01056--001 \*\*358.75

FILED RECEIVED  
05 DEC 28 PM 12:10 05 DEC 28 PM 2:19  
OFFICE OF THE STATE  
CLERK PASSENGER FLORIDA  
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

**FILING COVER SHEET**  
**ACCT. #FCA-14**

**CONTACT:** KATIE WONSCH  
**DATE:** 12/28/2005  
**REF. #:** 000173.46097  
**CORP. NAME:** HYUNDAI LEASE TITLING TRUST

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |  |
| <input checked="" type="checkbox"/> OTHER: TRUST     |   |  |

STATE FEES PREPAID WITH CHECK# 515514 FOR \$ 358.75

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$** \_\_\_\_\_

**PLEASE RETURN:**

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

**AFFIDAVIT TO THE FLORIDA SECRETARY OF STATE  
TO FILE OR QUALIFY**

Hyundai Lease Titling Trust

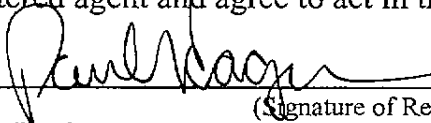
**A** Delaware **TRUST**

In accordance with Section 609.02 of the Florida Statutes, pertaining to  
Common Law Declarations of Trust, the undersigned, the Chairman of the  
Board of Trustees of Hyundai Lease Titling Trust, a  
(Name of Trust)  
Delaware Statutory Trust hereby affirms in order to file or qualify  
(State)  
Hyundai Lease Titling Trust, in the State of Florida.  
(Name of Trust)

- 1. Two or more persons are named in the Trust.
- 2. The principal address is 10550 Talbert Avenue  
Fountain Valley, CA 92708

- 3. The registered agent and street address in the State of Florida is:  
NRAI Services, Inc., 2731 Executive Park Drive, Suite 4, Weston, FL 33331

- 4. Acceptance by the registered agent: Having been named as registered agent to accept service of process for the above named Declaration of Trust at the place designated in this affidavit, I hereby accept the appointment as registered agent and agree to act in this capacity.



(Signature of Registered Agent)  
Paul J. Hagan, Assistant Secretary

- 5. I certify that the attached is a true and correct copy of the Declaration of Trust under which the association proposes to conduct its business in Florida.

See attached signature page

NOTARY

Name:  
Chairman of the Board of Trustees

**Filing Fee: \$350.00**  
**Certified Copy: \$ 8.75 (optional)**

FLORIDA SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 DEC 28 PM 12:10

FILED

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:56 PM 11/01/2005  
FILED 01:56 PM 11/01/2005  
SRV 050891660 - 4053882 FILE

CLERK OF STATE  
TALLAHASSEE, FLORIDA

05 DEC 28 PM 12:10

FILED

**CERTIFICATE OF TRUST OF  
HYUNDAI LEASE TITLING TRUST**

This Certificate of Trust of Hyundai Lease Titling Trust (the "Trust"), dated as of Nov. 1, 2005 (the "Certificate of Trust"), is being duly executed and filed by the undersigned, as Trustee, to form a statutory trust under the Delaware Statutory Trust Act (12 Del. C. § 3801 et seq.) (the "Act").

- 1 Name The name of the statutory trust formed hereby is Hyundai Lease Titling Trust.
2. Delaware Trustee The name and business address of the Trustee of the Trust in the State of Delaware is U.S. Bank Trust National Association, 300 Delaware Avenue, 8<sup>th</sup> Floor, Wilmington, Delaware 19801.
- 3 Duly Authorized. The Trustee is duly authorized to sign this Certificate of Trust.
4. Series. Pursuant to Section 3806(b)(2) of the Act, the Trust shall issue one or more series of beneficial interests having the rights and preferences set forth in the governing instrument of the Trust, as the same may be amended from time to time (each, a "Series").
5. Notice of Limitation of Liabilities of each Series Pursuant to Section 3804(a) of the Act, there shall be a limitation on liabilities of each Series such that (a) the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to a particular Series shall be enforceable against the assets of such Series only, and not against the assets of the Trust generally or the assets of any other Series thereof and (b) none of the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to the Trust generally or any other Series thereof shall be enforceable against the assets of such Series
- 6 Power of Attorney Hyundai Motor Finance Company ("HMFC") has been designated by the Trust as the true and lawful attorney-in-fact for and on behalf of the Trust, with full power and authority to perform any and all acts related to managing, servicing, administering and collecting any part of the corpus of the Trust and is authorized and empowered to execute and deliver, on behalf and in the name of the Trust, any and all instruments, certificates or other documents relating thereto. HMFC also has the right, power and authority to designate in writing other persons and entities ("HMFC Designees") as true and lawful attorneys-in-fact for and on behalf of the Trust to do anything that HMFC has the power to do under this paragraph. Without limiting the generality of the foregoing, HMFC or any HMFC Designee is hereby authorized and empowered by the Trust to execute and deliver, on behalf of the Trust, any and all applications for certificates of title or duplicates of such certificates in the name of the Trust, any and all applications for registrations of vehicles and/or license plates, any and all applications for transfers of certificates of title or registrations for vehicles and/or license plates, and any and all other instruments, certificates or other documents which HMFC or an HMFC Designee deems necessary or advisable to record, hold or release title to and/or registration of

Vehicles in the name of the Trust. A photocopy or original of this Certificate of Trust shall have the same effect as an original, manually signed and acknowledged Power of Attorney.

IN WITNESS WHEREOF, the undersigned, has duly executed this Certificate of Trust as of the date first above written in accordance with the Act.

U.S. BANK TRUST NATIONAL  
ASSOCIATION, not in its individual capacity, but  
solely as Administrative Trustee, UTI Trustee and  
Delaware Trustee

By: 

Name: PATRICIA M. CHELLIN  
Title: VICE PRESIDENT

# Delaware

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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HYUNDAI LEASE TITLING TRUST" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HYUNDAI LEASE TITLING TRUST" WAS FORMED ON THE FIRST DAY OF NOVEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4053882 8300

051058608

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4401838

DATE: 12-23-05

**DECLARATION OF TRUST**  
Hyundai Lease Titling Trust

Hyundai Lease Titling Trust, a statutory trust formed under the laws of the State of Delaware, hereby files a true and correct Declaration of Trust with the Secretary of State of Florida, pursuant to Section 609.02 of Florida Statutes, and states the following:

1. The name of the statutory trust is: Hyundai Lease Titling Trust
2. Created under the laws of the state of: Delaware
3. Date of creation: November 1, 2005  
Term of existence: Perpetual
4. The name and address of the trustee is as follows:.

U.S. Bank Trust National Association  
209 South LaSalle Street, Suite 300, Chicago, IL 60604

5. The name and address of the appointed registered agent is as follows:

NRAI Services, Inc.  
2731 Executive Park Drive, Suite 4, Weston, FL 33331

6. The principal place of business is as follows:

10550 Talbert Avenue, Fountain Valley, CA 92708

IN WITNESS WHEREOF, the statutory trust has caused this statement to be signed and acknowledged this 19th day of December, 2005.

Hyundai Lease Titling Trust

By: U.S. Bank Trust National Association,  
not in its individual capacity, but solely as trustee  
of Hyundai Lease Titling Trust

Patricia M. Child

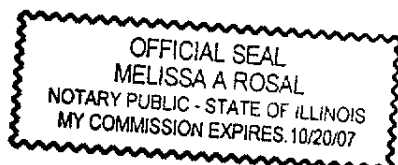
By: Patricia M. Child  
Title: Vice President

State of ILLINOIS )  
County of COOK )

On the 19th day of December, 2005, before me personally came PATRICIA M. CHILD, to me known to be the person described herein and who executed the foregoing instrument, and acknowledged that she executed the same.

(SEAL)

9050246 05090540



Melissa A Rosal

