

F04000003882

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

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04 JUL -9 AM 11:00
DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY*

ACCOUNT NO. : 072100000032
REFERENCE : 596810 5169742
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 70.00

FILED
04 JUL -9 PM 12:21
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : April 28, 2004

ORDER TIME : 10:17 AM

ORDER NO. : 596810-125

CUSTOMER NO: 5169742

CUSTOMER: Ms. Justine M. Lantgios
General Motors Acceptance
Gmac Corp Secy - Mc482-b12-c82
200 Renaissance Center
Detroit, MI 48265

File first

FOREIGN FILINGS

NAME: GMAC AUTOMOTIVE BANK

XXXX QUALIFICATION (TYPE: CQ)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER: _____



OFFICE OF FINANCIAL REGULATION

DON B. SAXON
COMMISSIONER

FINANCIAL SERVICES
COMMISSION

JEB BUSH
 GOVERNOR
 9
 TOM GALLAGHER
 CHIEF FINANCIAL OFFICER

CHARLIE CRIST
ATTORNEY GENERAL

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

July 6, 2004

Ms. Heather Chapman
Corporation Service Company-Tallahassee
1201 Hays Street
Tallahassee, Florida 32301

Dear Ms. Chapman:

Re: GMAC Automotive Bank

Thank you for your recent letter/fax requesting approval of the above-referenced name which will be a state-chartered industrial loan bank located in Midvale, Utah.

Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banc," "banque," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name. Therefore, the Office will not object to the use of the above name being registered as a foreign corporation in the state of Florida after the bank has been opened.

Sincerely,

John B. Charley

Linda B. Charity
Director
Division of Financial Institutions

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,
Secretary of State's Office

G. Edward Leary, Commissioner of Financial Institutions, Utah

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

FILED
04 JUL -9 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. GMAC AUTOMOTIVE BANK

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Utah 3. 20-1001796
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 29, 2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

c/o GMAC Automotive Bank, Suite 435, 6985 Union Park Center

7. Midvale, UT 84047
(Principal office address)

Suite 435, 6985 Union Park Center, Midvale, UT 84047
(Current mailing address)

8. Purchase creditworthy installment sale and lease contracts from motor vehicle dealers. To engage in any act or activity for which corporations may
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Ann R. Shilling

(Registered agent's signature)

Ann R. Shilling, Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Justine M Lantgros

(Signature of Director or Officer listed in number 12 of the application)

14. Mark B. Hales, President

Justine M Lantgros, Asst. Secretary
(Typed or printed name and capacity of person signing application)

GMAC Automotive Bank**BOARD POSITIONS****Board of Directors:**

John E. Gibson
William F. Muir
Jerome B. Van Orman, Jr.

BUSINESS ADDRESS

200 Renaissance Center, Detroit, MI, 48265-2000
200 Renaissance Center, Detroit MI 48265, US
200 Renaissance Center, Detroit, MI, 48265

OFFICERS**BUSINESS ADDRESS****President:**

Mark B. Hales

6985 Union Park Center, Suite 435, Midvale UT 84047

Vice President:

John J. Wright

6985 Union Park Center, Suite 435, Midvale, Utah, 84047

Chief Financial Officer:

Lisa R. Gerner

6985 Union Park Center, Suite 435, Midvale, Utah, 84047

Treasurer:

Lisa R. Gerner

6985 Union Park Center, Suite 435, Midvale, Utah, 84047

Secretary:

Cathy L. Quenneville

200 Renaissance Center, Detroit, MI, 48265

Assistant Secretary:

Matthew R. Kane
Justine M. Lantglos

6985 Union Park Center, Suite 435, Midvale, Utah, 84047
200 Renaissance Center, Detroit, MI, 48265



**Utah Department of Commerce
Division of Corporations & Commercial Code**

160 East 300 South, 2nd Floor, PO Box 146705
Salt Lake City, UT 84114-6705
Service Center: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web Site: <http://www.commerce.utah.gov>

07/06/2004
5621670-014207062004-351300

CERTIFICATE OF EXISTENCE

Registration Number: 5621670-0142
Business Name: GMAC AUTOMOTIVE BANK
Registered Date: March 29, 2004
Entity Type: Corporation
Current Status: Good Standing

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah. The Division also certifies that this entity has paid all fees and penalties owed to this state; its most recent annual report has been filed by the Division; and, that Articles of Dissolution have not been filed.



Kathy Berg

Kathy Berg
Director
Division of Corporations and Commercial Code