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F95000005041

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone
904-222-1092

CORPORATION(S) NAME

200001612832
-10/17/95--01060--020
*****70.00 *****70.00

HFC Auto Credit Corp.

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
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7/10/17

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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:

1. HFC Auto Credit Corp.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. Delaware
(State or country under the law of which it is incorporated)

3. 36-4039752
(FEI number, if applicable)

4. September 15, 1995
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 100 Mittel Drive, Wood Dale, Illinois 60191

(Current mailing address)

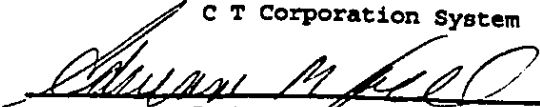
8. See attached purpose clause
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of
Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

ADRIENNE M. JACKIN ASST. SECY
(Type Name and Title of Officer)

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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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

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. _____

M.A. DeLuca
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

M. A. DeLuca, Vice President
(Typed or printed name and capacity of person signing application)

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**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of
HFC Auto Credit Corp.**

To engage in any lawful act or activity for which corporations may be organized to do business under the General Corporation Law of the State of Delaware and permitted under this state's law.

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HFC AUTO CREDIT CORP.

Officers

S. A. Tidblom	President
R. C. Mancini	Vice President, General Counsel & Secretary
B. B. Moss, Jr.	Vice President & Treasurer
J. J. Bacha	Vice President
M. A. DeLuca	Vice President
P. K. Gruenloh-Fiola	Vice President & Asst. Secretary
T. M. Schrier	Vice President & Asst. Secretary
R. Simpson III	Vice President
N. L. Mychko	Asst. Vice President-Treasury
J. M. Angelo	Assistant Secretary
A. L. Burke	Assistant Secretary
R. K. Patenaude	Assistant Secretary
E. H. Riske	Assistant Secretary
D. J. Slaughter	Assistant Secretary
R. S. Winder	Assistant Secretary

Directors

M. A. DeLuca
R. F. Elliott
B. B. Moss, Jr.

Address of the above:
2700 Sanders Road
Prospect Heights, IL 60070

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HFC AUTO CREDIT CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF OCTOBER, A.D. 1995.

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

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7669352

DATE:

10-10-95