



F99000004617

ACCOUNT NO. : - 072100000032

REFERENCE : - 360445 4376547

AUTHORIZATION : -

COST LIMIT : \$ 70.00

Patricia Pizub

ORDER DATE : August 31, 1999

ORDER TIME : 9:53 AM

ORDER NO. : 360445-040

CUSTOMER NO: 4376547

CUSTOMER: Ms. Ida Ramsdal
Wells Fargo-auto Finance Group
5th Floor
111 Sutter Street
San Francisco, CA 94104

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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FOREIGN FILINGS 100002979241--2

NAME: WELLS FARGO FLEET SERVICES, INC.

⑦ BK

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

RECEIVED
99 SEP -7 AM 10:31
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

9/7/99

TRANSMITTAL LETTER

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To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Wells Fargo Fleet Services, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Susi N. Ming
(Name of Person)
Wells Fargo Fleet Services, Inc
(Firm/Company)
111 Sutter Street, 5th. Floor
(Address)
San Francisco, CA 94104
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Ida Ramsdal at (415-) 396 1763
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
- Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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

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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. Wells Fargo Fleet Services, Inc.
(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. Minnesota 3. 41-0963777
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 28, 1970 5. Perpetual
(Date of incorporation) (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 817.155, F.S.)

7. c/o Wells Fargo Fleet Services, Inc., 4824 Park Glen Road
Minneapolis, MN 55416
(Current mailing address)

8. Fleet Leasing To engage in any act or activity for which corporations may be organized.

9. (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
(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.
By: Deborah D. Skipper Corporation Service Company **Deborah D. Skipper**
(Registered agent's signature) **as its agent**

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: (Street address ONLY - P.O. Box NOT acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

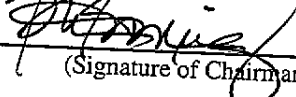
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Susi N. Ming, Assistant Secretary
(Typed or printed name and capacity of person signing application)

OFFICER/DIRECTORS RIDER

Wells Fargo Fleet Services, Inc.

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UNIVERSITY OF CALIFORNIA
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SECRETARY OF CORPORATIONS

List of Officers

- Name:** Richard T. Schliesmann **Title:** President
Bus. Addr.: c/o Wells Fargo Auto Finance Group, 1350 Montego Way, Walnut Creek, CA 94598
- Name:** Richard MacFarlane **Title:** Secretary/VP
Bus. Addr.: c/o Wells Fargo Auto Finance Group, 111 Sutter Street, 5th Floor, San Francisco, CA 94104
- Name:** Jerome W. Fons III **Title:** Treasurer/VP
Bus. Addr.: c/o Wells Fargo Fleet Services, Inc., 4824 Park Glen Road, Minneapolis, MN 55416
- Name:** David J. Idstrom **Title:** Vice President
Bus. Addr.: c/o Wells Fargo Fleet Services, Inc., 4824 Park Glen Road, Minneapolis, MN 55416
- Name:** Tzu-Chen Lee **Title:** Vice President/CFO
Bus. Addr.: c/o Wells Fargo Auto Finance Group, 1350 Montego Way, Walnut Creek, CA 94598
- Name:** Susi N. Ming **Title:** Assistant Secretary
Bus. Addr.: c/o Wells Fargo Auto Finance Group, 111 Sutter Street, 5th Floor, San Francisco, CA 94104
- Name:** Paul J. Gerlach **Title:** Vice President
Bus. Addr.: c/o Wells Fargo Fleet Services, Inc., 4824 Park Glen Road, Minneapolis, MN 55416
- Name:** James A. Horton **Title:** Vice President
Bus. Addr.: c/o WF & Co, Corporate Tax Dept., Sixth & Marquette, Minneapolis, MN 55479
- Name:** Robert J. Murphy **Title:** Vice President
Bus. Addr.: c/o WF & Co, Corporate Tax Dept., Sixth & Marquette, Minneapolis, MN 55479
- Name:** Les L. Quock **Title:** Vice President
Bus. Addr.: c/o WF & Co, Controllers Dept., 343 Sansome Street, 3rd Floor, San Francisco, CA 94163
- Name:** Heidi M. Dziejewczynski **Title:** Vice President
Bus. Addr.: c/o Wells Fargo & Company, Sixth & Marquette, Minneapolis, MN 55479
- Name:** Roger J. Saucerman **Title:** Vice President
Bus. Addr.: c/o Wells Fargo & Company, Sixth & Marquette, Minneapolis, MN 55479
- Name:** J. Daniel Vandermark **Title:** Vice President
Bus. Addr.: c/o WF & Co, Corporate Tax Dept., Sixth & Marquette, Minneapolis, MN 55479
- Name:** Ginny A. Wahman **Title:** Vice President
Bus. Addr.: c/o WF & Co, Treasury Dept., Sixth & Marquette, Minneapolis, MN 55479

List of Directors

- Name:** Richard T. Schliesmann **Term:** Perpetual
Bus. Addr.: c/o Wells Fargo Auto Finance Group, 1350 Montego Way, Walnut Creek, CA 94598

Name: Jerome W. Fons III **Term:** Perpetual
Bus. Addr.: c/o Wells Fargo Fleet Services, Inc., 4824 Park Glen Road, Minneapolis, MN 55416

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State of Minnesota

SECRETARY OF STATE

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Certificate of Good Standing

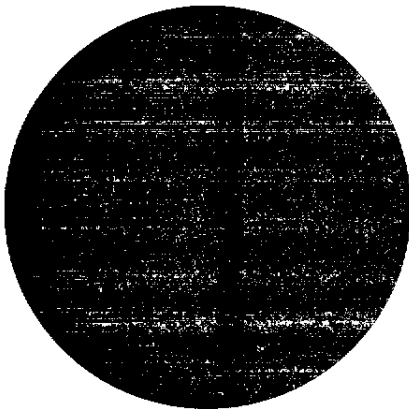
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Wells Fargo Fleet Services, Inc.

Date Formed: 08/28/1970

Chapter Governed By: 302A

This certificate has been issued on 09/02/99.



Mary Kiffmeyer
Secretary of State.