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FILED

01 DEC 17 PM 12:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

300004727653--7  
-12/17/01--01021--020  
\*\*\*350.00 \*\*\*350.00

**SUBJECT:** Provident Auto Leasing Company

Enclosed is an original and one (1) copy of the Declaration of Trust and a check for:

\$350.00

**FEES:**

Declaration of Trust

\$350.00 X

**OPTIONAL:**

Certified Copy

\$ 8.75

**FROM:** Bonnie L. Preisler

**Name (Printed or typed)**

One East Fourth Street, 860A

**Address**

Cincinnati, OH 45202

**City, State & Zip**

513-579-2867

**Daytime Telephone number**

NSP  
12/17/01

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

Provident Auto Leasing Company

01 DEC 17 PM 12:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 Provident Auto Leasing Company, a  
(Name of Trust)

Delaware Trust hereby affirms in order to file or qualify  
(State)  
Provident Auto Leasing Company, in the State of Florida.  
(Name of Trust)

1. Two or more persons are named in the Trust.

2. The principal address is One East Fourth Street

Cincinnati, Ohio 45202

3. The registered agent and street address in the State of Florida is:

CT Corporation System, 1200 South Pine Island Road, Plantation, FL 33324

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.

**Carol Record**  
**Assistant Secretary**

*Carol Record*

(Signature of Registered Agent)

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.

Kevin M. Shea  
Name:

NOTARY

The Provident Bank as UTI Trustee by Kevin Shea, Assistant Secretary, The  
Provident Bank

Filing Fee: \$350.00

Certified Copy: \$ 8.75 (optional)

*State of Delaware*  
*Office of the Secretary of State*      PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF BUSINESS TRUST REGISTRATION OF "PROVIDENT AUTO LEASING COMPANY", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF JANUARY, A.D. 1997, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2713472 8100

010622149

AUTHENTICATION: 1485677

DATE: 12-06-01

CERTIFICATE OF TRUST OF  
PROVIDENT AUTO LEASING COMPANY

This Certificate of Trust of Provident Auto Leasing Company (the "Trust"), dated as of January 31, 1997 (the "Certificate of Trust"), is being duly executed and filed by Wilmington Trust Company, as Trustee, to form a business trust under the Delaware Business Trust Act (12 Del. C. § 3801 et seq.).

1. Name. The name of the business trust formed hereby is Provident Auto Leasing Company.
2. Delaware Trustee. The name and business address of the Trustee of the Trust in the State of Delaware is Wilmington Trust Company, 1100 North Market Street, Wilmington, Delaware 19890-0001.
3. The Trustees are duly authorized to sign this Certificate of Trust.
3. Series Trust. The Trust may issue series of beneficial interests, having separate rights, powers or duties with respect to property or obligations of the Trust, as provided in 12 Del. C. §§ 3804 and 3806(b)(2), such that 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.
4. Powers of Attorney. The Provident Bank has been designated by the Trustees and the Trust as the true and lawful attorney-in-fact for and on behalf of the Trustees and 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. The Provident Bank also has the right, power and authority to designate in writing other persons and entities ("Servicer Designees") as true and lawful attorneys-in-fact for and on behalf of the Trustees and the Trust to do anything that The Provident Bank has the power to do under this paragraph. Without limiting the generality of the foregoing, The Provident Bank or any Servicer Designee is hereby authorized and empowered by the Trustees and the Trust to execute and deliver, on behalf of the Trustees or 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 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 The Provident Bank or a Servicer Designee deems necessary or advisable to record, hold or release title to and/or registration of motor 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, being the Trustees of the Trust, have executed this Certificate of Trust as of the date first above written.

WILMINGTON TRUST COMPANY, not in its individual capacity but solely as Trustee

By: \_\_\_\_\_

Name: \_\_\_\_\_

W. Chris Sponsberg

Title: \_\_\_\_\_

Senior Financial Services Officer

THE PROVIDENT BANK, not in its individual capacity but solely as Trustee

By: \_\_\_\_\_

Name: \_\_\_\_\_

Walter E. Magee

Title: \_\_\_\_\_

SVP

01/31/97 FRI 16:48 FAX 302 658 6548

01 '97 12:59 FROM

RICHARDS LAYTON R1

TO 290H15137638069# PAGE.003/000

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Acknowledgment

STATE OF OHIO

)  
) ss.

COUNTY OF HAMILTON

On this 30th day of January 1997 before me personally appeared  
Mark E. Magee who acknowledged himself to be an  
officer of the above Trustee and that he, as such officer, being  
authorized to do so, executed and delivered the foregoing  
instrument for the purposes therein contained as the free act and  
deed of said Trustee, and as his free act and deed as an officer  
of said Trustee.

IN WITNESS WHEREOF, I hereto set my hand and official seal.

Mary K. Alexander

Notary Public

My commission expires:

MARY K. ALEXANDER

Notary Public, State of Ohio

My Commission Expires Dec. 6, 2000

Acknowledgment

STATE OF DELAWARE )  
COUNTY OF NEW CASTLE )

ss.

On this 31 day of January 1997 before me personally appeared W. Thomas Eberly who acknowledged himself to be an officer of the above Trustee and that he, as such officer, being authorized to do so, executed and delivered the foregoing instrument for the purposes therein contained as the free act and deed of said Trustee, and as his free act and deed as an officer of said Trustee.

IN WITNESS WHEREOF, I hereto set my hand and official seal.

Debra Eberly  
Notary Public  
My commission expires:

DEBRA EBERLY  
NOTARY PUBLIC  
My Commission expires December 13, 1998

