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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

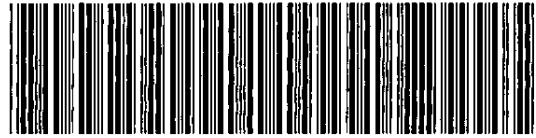
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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07/31/09--01022--029 **350.00

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DIVISION OF CORPORATIONS
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TRANSMITTAL LETTER

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

SUBJECT: Porsche Leasing Ltd. Application for Certificate of Authority

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

FEES:

Declaration of Trust	\$350.00
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OPTIONAL:

Certified Copy	\$ 8.75
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FROM: Susan Giovanatto, Porsche Business Services, Inc.

Name (Printed or typed)

4343 Commerce Court, Suite 300

Address

Lisle, IL 60532

City, State & Zip

(630) 225-3228

Daytime Telephone number



PORSCHE

July 30, 2009

Florida Department of State
Division of Corporations
Corporate Filings
2661 Executive Center Circle
Tallahassee, FL 32301

Porsche Enterprises, Inc.

4343 Commerce Court
Post Office Box 4253
Lisle, Illinois 60532-9253
Telephone: 800-505-1041
Telefax: 800-505-1043

Re: Application for Porsche Leasing Ltd. for
qualification in the State of Florida
as a Statutory Trust

Dear Sir or Madam:

Enclosed are documents for the qualification of Porsche Leasing Ltd. to do business in the State of Florida as a statutory trust.

I have included the following:

Completed Affidavit to the Florida Secretary of State

Copy of the Declaration of Trust *(one original & one copy)*

Filing Fee of \$350.00

Please process this filing on our behalf. If you need any further documents or have questions, please contact me at the address above, or by phone or email as referenced below. Thank you very much for your kind assistance.

Yours truly,

Susan Giovanatto
Tax & Corporate Compliance Specialist
Porsche Business Services, Inc.
Susan.giovanatto@porsche.us
(630) 225-3228

AFFIDAVIT TO THE FLORIDA SECRETARY OF STATE
TO FILE OR QUALIFY

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Porsche Leasing Ltd.

A Statutory TRUST

In accordance with Section 609.02 of the Florida Statutes, pertaining to
Common Law Declarations of Trust, the undersigned, the Trustee of

Porsche Leasing Ltd., a

Delaware Trust hereby affirms in order to file or qualify

Porsche Leasing Ltd., in the State of Florida.

(Name of Trust)

1. Two or more persons are named in the Trust.
2. The principal address is Porsche Leasing Ltd., 4343 Commerce Court, Suite 300
Lisle, IL 60532
3. The registered agent and street address in the State of Florida is:
C T 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 Trust at the place designated in this affidavit, I
hereby accept the appointment as registered agent and agree to act in this capacity.

Kimberly Breunling
Assistant Secretary

(signature of registered agent)

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

R Simpson

Rachel L. Simpson
Assistant Vice President

Name:

Wilmington Trust Company, not in its individual capacity but solely as Trustee of the Trust.

NOTARY:

Subscribed and sworn to before me on the 31st day of July, 2009, in witness whereof I
hereto subscribe my name and attach the seal of my office.

Susanne M. Gula
Notary Public

SUSANNE M. GULA
Notary Public - State of Delaware
My Comm. Expires Nov. 21, 2009

Delaware

The First State

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DIVISION OF CORPORATIONS
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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "PORSCHE LEASING LTD." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF STATUTORY TRUST REGISTRATION, FILED THE TWENTIETH DAY OF DECEMBER, A.D. 1996, AT 4 O'CLOCK P.M.

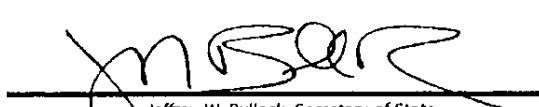
AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID STATUTORY TRUST, "PORSCHE LEASING LTD.".

2697938 8100H

090333439

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7227863

DATE: 04-03-09

CERTIFICATE OF TRUST OF
PORSCHE LEASING LTD.

This Certificate of Trust of Porsche Leasing Ltd. (the "Trust"), dated as of December 20, 1996 (the "Certificate 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 Porsche Leasing Ltd.

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. The Trustee is 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. Porsche Credit Corporation ("PCC") has been designated by the Trustee and the Trust as the true and lawful attorney-in-fact for and on behalf of the Trustee 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. PCC also has the right, power and authority to designate in writing other persons and entities ("PCC Designees") as true and lawful attorneys-in-fact for and on behalf of the Trustee and the Trust to do anything that PCC has the power to do under this paragraph. Without limiting the generality of the foregoing, PCC or any PCC Designee is hereby authorized and empowered by the Trustee and the Trust to execute and deliver, on behalf of the Trustee 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 of title or registrations for vehicles and/or license plates, and any and all other instruments, certificates or other documents which PCC or a PCC Designee deems necessary or advisable to record, hold or release title to and/or registration of motor

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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 sole Trustee of the Trust, has 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: NORMA P. CROSS

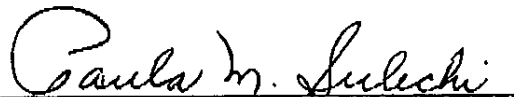
Title: VICE PRESIDENT

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AcknowledgmentFILED
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) ss.
COUNTY OF NEW CASTLE)

On this 20th day of December 1996, before me personally appeared Norma P. Cross who acknowledged ~~himself~~ ^{her} to be an officer of the above Trustee, and that she, as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained as the free act and deed of said Trustee, and as ~~his~~ ^{her} free act and deed as an officer of said Trustee.

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



Notary Public

My commission expires:

PAULA M. SULECKI

NOTARY PUBLIC

My commission expires April 25, 1998