

D12000000014

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

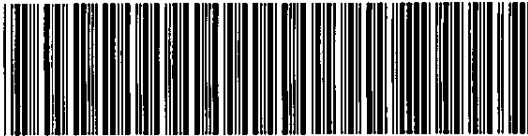
(Business Entity Name)

(Document Number)

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RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

12 APR 11 AM 11:06

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 APR 11 AM 8:47

Ps 4/12/12

April 11, 2012

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 8438813 SO
Customer Reference 1: 11277507
Customer Reference 2: 08234

Dear Department of State, Florida:

Please obtain the following:

VPSI Titling Co. (DE)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan
Senior Fulfillment Specialist
Connie.Bryan@wolterskluwer.com

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

12 APR 11 AM 8:47

VPSI Titling Co.

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 VPSI Titling Co., a

Delaware (Name of Trust) Trust hereby affirms in order to file or qualify

(State) VPSI Titling Co. in the State of Florida.

(Name of Trust)

1. Two or more persons are named in the Trust.
2. The principal address is 1220 Rankin Dr., Troy, Michigan 48083

3. The registered agent and street address in the State of Florida is:
C T Corporation System

1200 South Pine Island Road, c/o C T Corporation System, 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.

Daniel J. Moravits, Asst. Secretary, C T Corporation System
(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.

Valerie R. Milledge
NOTARY

Mjussa, Agent for Trustee
Name:
Chairman of the Board of Trustees

Filing Fee: \$350.00
Certified Copy: \$ 8.75 (optional)

VALERIE RENEE MILLEDGE
Notary Public, State of Michigan
County of Macomb
My Commission Expires Aug. 20, 2014
Acting in the County of Cookland

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF STATUTORY TRUST REGISTRATION OF "VPSI TITLING CO.", FILED IN THIS OFFICE ON THE SIXTH DAY OF MARCH, A.D. 2012, AT 3:59 O'CLOCK P.M.



5120035 8100

120279935

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9412469

DATE: 03-06-12

State of Delaware
Secretary of State
Division of Corporations
Delivered: 03:39 PM 03/06/2012
FILED: 03:39 PM 03/06/2012
SRV 120279835 - 5120035 FILE

**CERTIFICATE OF TRUST OF
VPSI TITLING CO.**

This Certificate of Trust of VPSI Titling Co. (the "Trust") (this "Certificate of Trust"), is being duly executed and filed by the undersigned, as Trustees, to form a statutory trust under Chapter 38 of Title 12 of the Delaware Code, 12 Del. C. 3801 et seq. (the "Act").

1. Name. The name of the statutory trust formed hereby is "VPSI Titling Co."
2. Delaware Trustee. The name and business address of the Trustee of the Trust in the State of Delaware is Wilmington Trust, National Association, Rodney Square North, 1100 North Market Street, Wilmington, Delaware 19890, Attention: Corporate Trust Administration.
3. Duly Authorized. The Trustee is duly authorized to sign this Certificate of Trust.
4. Series. Pursuant to Section 3806(b)(2) of the Act, the Trust shall issue one or more series of beneficial interests having the rights and preferences set forth in the governing instrument of the Trust, as the same may be amended from time to time (each a "Series"). Separate and distinct records shall be maintained (directly or indirectly, including through a nominee or otherwise) for each Series, and the assets of each Series shall be held and accounted for separately from the assets of the Trust generally or any other Series.
5. Notice of Limitation of Liabilities of each Series. Pursuant to Section 3804(a) of the Act, there shall be a limitation on liabilities of each Series such that (a) 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 or the assets of any other Series thereof and (b) none of the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to the Trust generally or any other Series thereof shall be enforceable against the assets of such Series.
6. Power of Attorney. VPSI, Inc. (the "Company") has been designated by the Trust as the true and lawful attorney-in-fact for and on behalf of 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 Company also has the right, power and authority to designate in writing other persons and entities ("Company Designees") as true and lawful attorneys-in-fact for and on behalf of the Trust to do anything that the Company has the power to do under this paragraph. Without limiting the generality of the foregoing, the Company or any Company Designee has been authorized and empowered by the Trust to execute and deliver, on behalf of 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 the Company or a Company Designee deems necessary or advisable to record, hold or release title to and/or registration of motor vehicles in the name of the Trust.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

12 APR 11 AM 8:48

IN WITNESS WHEREOF, the undersigned, being all of the Trustees of the Trust, have
duly executed this Certificate of Trust as of the date first above written in accordance with the
Act.

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

By: J. Luca
Name: Jennifer A. Luca
Title: Assistant Vice President