

D17000000038

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

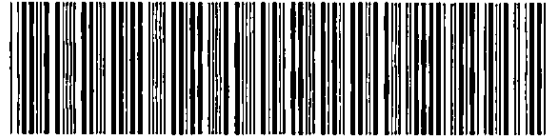
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SEP 21 AM 11:33

SECRETARY OF STATE
TALLAHASSEE FLORIDA
17 SEP 25 PM 2:49

**CORPORATE
ACCESS,
INC.**

When you need ACCESS to the world

236 East 6th Avenue, Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

WALK IN

PICK UP: 9-21-17

- CERTIFIED COPY _____
- PHOTOCOPY _____
- CUS _____
- FILING Trust _____

1. Principle Merchants Leasing, Ltd
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 25 PM 2:49

SPECIAL INSTRUCTIONS:

TRANSMITTAL LETTER

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

SUBJECT: Principle Merchants Leasing, Ltd.

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

FEES:

Declaration of Trust **\$350.00**

OPTIONAL:

Certified Copy **\$ 8.75**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 25 PM 2:49

FROM: Registered Agent Solutions, Inc.

Name (Printed or typed)

1701 Directors Blvd., Suite 300

Address

Austin, TX 78744

City, State & Zip

888-705-7274

Daytime Telephone number

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

Principle Merchants 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 Chairman of the Board of Trustees of Principle Merchants Leasing, Ltd., a

(Name of Trust)

Delaware Trust hereby affirms in order to file or qualify

(State)

Principle Merchants 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 1278 Hooksett Road, Hooksett, NH 03106

3. The registered agent and street address in the State of Florida is:
Registered Agent Solutions, Inc.

155 Office Plaza Dr., Suite A, Tallahassee, FL 32301

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.

Jaclyn Wright Jaclyn Wright, Asst. 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 association proposes to conduct its business in Florida.

Eric A. Kardash

Name: ERIC A. KARDASH

Chairman of the Board of Trustees

NOTARY

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

SEAN M. NOONE
Notary Public, State of New Hampshire
My Commission Expires June 1, 2021

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 25 PM 2:49

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 02:43 PM 02/17/2009
 FILED 02:43 PM 02/17/2009
 SRV 090148700 - 4656516 FILE

**CERTIFICATE OF TRUST OF
 PRINCIPLE MERCHANTS LEASING, LTD.**

This Certificate of Trust of Principle Merchants Leasing, LTD. (the "Trust"), dated as of December 31, 2008 (the "Certificate of Trust"), is being duly executed and filed by the undersigned, as trustee, to form a statutory trust under the Delaware Statutory Trust Act (12 Del. C. § 3801 et seq.)(the "Act").

1. Name. The name of the statutory trust formed hereby is Principle Merchants Leasing, LTD.
2. Delaware Trustee. The name and business address of the trustee of the Trust in the State of Delaware are Wilmington Trust Company, 1100 North Market Street, Wilmington, DE 19890-0001, Attn: 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").
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. Merchants Automotive Group, 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 is hereby 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,

SEP 17 2009
 SECRETARY OF STATE
 DEPARTMENT OF REVENUE
 TALLAHASSEE, FLORIDA

