

D1700000038

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

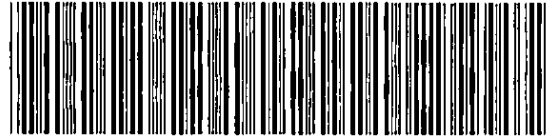
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer

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09/21/17--01012--006 \*\*\$50.00

SEP 21 AM 11:33

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

M. MOON

SEP 22 2017

**CORPORATE  
ACCESS,  
INC.**

When you need ACCESS to the world

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**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 #)

SPECIAL  
INSTRUCTIONS:

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

## 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,

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 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: pm  
Name: J. Christopher Murphy  
Title: Financial Services Officer

Acknowledgment

STATE OF DELAWARE )  
 )ss.  
COUNTY OF NEW CASTLE )

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

On this 21st day of December, 2008, before me personally appeared J. Christopher Murphy, who acknowledged himself to be an officer of the above Trustee, and that he, 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 free act and deed as an officer of said Trustee.

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

Karen M Davis  
Notary Public

My commission expires:  
KAREN M. DAVIS  
Notary Public - State of Delaware  
My Comm. Expires Nov. 8, 2009

