

CT CORPORATION

# F020000000840

CORPORATION(S) NAME

Cendant Mobility Government Financial Services Corporation

FILED  
02 FEB 15 PM 12:51  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
02 FEB 15 AM 11:15  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

DK

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

2/15/02

Order#: 5104184

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Ref#: \*\*\*\*\*70.00 \*\*\*\*\*70.00

Amount: \$ \_\_\_\_\_

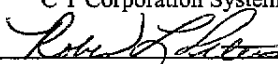
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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1. Cendant Mobility Government Financial Services Corporation  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 01/31/2002 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 40 Apple Ridge Road, Danbury, CT 06810  
(Principal office address)  
same  
(Current mailing address)
8. any and/or all lawful business  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: C T Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida 33324  
(City) (Zip code)
10. Registered agent's acceptance:  
*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*  
  
C T Corporation System  
By:   
(Registered agent's signature)
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: SEE ATTACHMENT

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: SEE ATTACHMENT

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Joseph Huber 2/6/02  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph Huber, Vice President  
(Typed or printed name and capacity of person signing application)

## Attachment

### Cendant Mobility Government Financial Services Corporation

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#### DIRECTORS

**James E. Buckman** Director  
Primary Address: 9 West 57th Street  
New York, NY 10019 USA

**Richard A. Smith** Director  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**Andrew L. Stidd** Director  
Primary Address: Global Securitization Services, LLC  
114 West 47th Street  
Suite 1715  
New York, NY 10036 USA

#### OFFICERS

**Richard A. Smith** President  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**Duncan H. Cocroft** Executive Vice President and Treasurer  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**James E. Buckman** Executive Vice President  
Primary Address: 9 West 57th Street  
New York, NY 10019 USA

**Stephen P. Holmes** Executive Vice President  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**Eric Barnes** Senior Vice President and Chief Financial Officer  
Primary Address: 3838 Van Buren Avenue  
Phoenix, AZ 85009 USA

**Eric J. Bock** Senior Vice President and Secretary  
Primary Address: 9 West 57th Street  
37th Floor  
New York, NY 10019

**C. Patteson Cardwell** Senior Vice President and Assistant Secretary  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**John T. McClain** Senior Vice President, Finance  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**Cendant Mobility Government Financial Services Corporation**

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**Bruce M Perlman** Senior Vice President and Assistant Secretary  
Primary Address: 40 Apple Ridge Road  
Danbury, CT 06810

**Vincent Ventura** Senior Vice President, Tax  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**David J. Weaving** Senior Vice President  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**Thomas Anderson** Vice President  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**Lynn A. Feldman** Vice President and Assistant Secretary  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**Joseph Huber** Vice President, Tax  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**Mark E. Johnson** Vice President and Assistant Treasurer  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**John M. Peterson** Vice President and Assistant Treasurer  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**David M. Rapp** Vice President and Assistant Secretary  
Primary Address: 40 Apple Ridge Road  
Danbury, CT 06810

**Richard S. Meisner** Assistant Secretary  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

**Jean Marie Sera** Assistant Secretary  
Primary Address: 1 Campus Drive  
Parsippany, NJ 07054 USA

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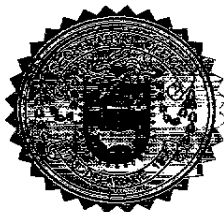
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CENDANT MOBILITY GOVERNMENT FINANCIAL SERVICES CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



3487311 8300

020096376

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1612023

DATE: 02-13-02

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TALLANSEE BUILDING