

CT CORPORATION

CORPORATION(S) NAME

Brunswick Acceptance Corporation

900005651519--1
-05/30/02--01031--017
*****70.00 *****70.00

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC	<input type="checkbox"/> CUS
<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		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/30/02

Order#: 535636

Ref#: _____

Amount: \$ _____

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

**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*

FILED
02 MAY 30 PM 2:59
STATE OF FLORIDA
TALLAHASSEE

1. Brunswick Acceptance 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.)

47-0866278

2. Delaware

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. 05/16/2002

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qual

(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. 1 N. Field Court, Lake Forest, IL 60045-4811

(Principal office address)

same

(Current mailing address)

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of

8. Delaware.

(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

(City)

, Florida 33324

(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.

James M. Halpin
Assistant Secretary

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

SEE ATTACHMENT

Chairman: Marschall I. Smith

Address: 1 N. Field Court

Lake Forest, IL 60045-4811

Vice Chairman: Lloyd C. Chatfield II

Address: 1 N. Field Court

Lake Forest, IL 60045-4811

Director: Nancy A. Hartman

Address: 1 N. Field Court

Lake Forest, IL 60045-4811

Director: _____

Address: _____

B. OFFICERS

SEE ATTACHMENT

President: Marschall I. Smith

Address: 1 N. Field Court

Lake Forest, IL 60045-4811

Vice President: Judith P. Zelisko

Address: 1 N. Field Court

Lake Forest, IL 60045-4811

Secretary: Lloyd C. Chatfield II

Address: 1 N. Field Court Lake Forest, IL 60045-4811

Treasurer: John B. Toher

Address: 1 N. Field Court Lake Forest, IL 60045-4811

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

13. Lloyd C. Chatfield II
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lloyd C. Chatfield II, Secretary
(Typed or printed name and capacity of person signing application)

Attachment to Florida
 Application By Foreign Corporation for Authorization to Transact Business In Florida
Officers & Directors

FILED
 02 MAY 30 PM 2:59
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

1. Full Name: Marschall I. Smith
 Officer/Director: Officer, Director
 Officer's Title: President
 Director's Title: Chairman
 Business Address: 1 N. Field Court
 City: Lake Forest
 State: IL
 ZIP Code: 60045-4811

2. Full Name: Lloyd C. Chatfield II
 Officer/Director: Officer, Director
 Officer's Title: Secretary
 Director's Title: Vice Chairman
 Business Address: 1 N. Field Court
 City: Lake Forest
 State: IL
 ZIP Code: 60045-4811

3. Full Name: Judith P. Zelisko
 Officer/Director: Officer
 Officer's Title: Vice President
 Business Address: 1 N. Field Court
 City: Lake Forest
 State: IL
 ZIP Code: 60045-4811

4. Full Name: John B. Toher
 Officer/Director: Officer
 Officer's Title: Treasurer
 Business Address: 1 N. Field Court
 City: Lake Forest
 State: IL
 ZIP Code: 60045-4811

5. Full Name: Nancy A. Hartman
 Officer/Director: Officer, Director
 Officer's Title: Assistant Secretary
 Director's Title: Other Director
 Business Address: 1 N. Field Court
 City: Lake Forest
 State: IL
 ZIP Code: 60045-4811

Delaware

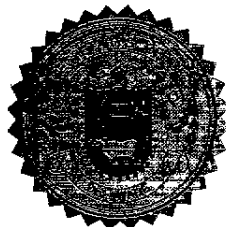
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRUNSWICK ACCEPTANCE 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 SEVENTEENTH DAY OF MAY, A.D. 2002.

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

FILED
02 MAY 30 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3526465 8300

020319099

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1784507

DATE: 05-17-02