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417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

ational Ana	Credit, Inc		93 CT 27 38 38
			Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation
			Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy Photo Copy Certificate of Good Standing Certificate of Status Certificate of Fictitious Name
Signature			Corp Record Search Officer Search Fictitious Search Fictitious Owner Search Vehicle Search Driving Record
Requested by: Name Walk-In	Date Will Pick Up	10:00 Time	UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval Courier



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

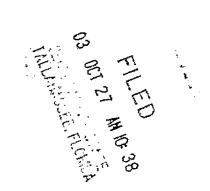
October 8, 2003

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: NATIONAL CAR CREDIT, INC.

Ref. Number: W03000029020



We have received your document for NATIONAL CAR CREDIT, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Please note that we have also RETAINED your \$87.50 payment.

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that NATIONAL CAR CREDIT, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 1998, as the initial date of transacting business in the State of Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$5,750.00.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr Document Specialist

Letter Number: 603A00055090

GRONEK & LATHAM, LLP

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R. SCOTT SHUKER

WRITER'S DIRECT DIAL.

(407) 4810348

CHRISTOPHER K. KAY OF COUNSEL

October 23, 2003

Mr. Buck Kohr Document Specialist Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: National Car Credit, Inc.

Reference Number: W 03000029020

Dear Mr. Kohr:

At this time after reviewing the relevant statutes with my client, National Car Credit, Inc. is not conducting business in the State of Florida other than those activities specifically described in Florida Statutes, Chapter 607.1501 (2)(g) and 2(h).

National Car Credit, Inc. has executed the attached affidavit to that effect. Therefore, the prior application for authorization to transact business in Florida form should be disregarded.

Thank you for all of your assistance and if you need anything further please do not hesitate to contact me.

Very truly yours,

Jennifer S Eden

JSE:nc Enclosure

AFFIDAVIT AS TO NATIONAL CAR CREDIT, INC. STATUS IN THE STATE OF FLORIDA

STATE OF GEORGIA

COUNTY OF MUSCOCIE

BEFORE ME the undersigned authority duly authorized to administer oaths and take acknowledgments this day personally appeared RONALD A. FELDNER, personally well known to me, who having first been duly sworn deposes and says:

- I am the Secretary/Treasurer of National Car Credit, Inc.; I am sui juris; I
 have personal knowledge of all facts and matters set forth herein; and all facts and
 matters set forth herein are true and correct.
- 2. National Car Credit, Inc. ("NCCI"), is a corporation organized under the laws of the State of Georgia for the purpose of creating or acquiring indebtedness, mortgages, and security interests in real or personal property and securing or collecting debts or enforcing mortgages and security interests in property securing the debts.
- 3. NCCI does not transact any other business within the State of Florida other than those activities specifically identified in Chapter 607.1501, (2)(g) and 2(h).
- 4. NCCI first obtained its Sales Finance Company license from the State of Florida, Department of Banking and Finance in 1998, and a copy of its current license is attached hereto as Exhibit "A".
 - 5. NCCI has always filed a Form F1120 with the Florida Department of

Revenue in a timely manner and does not owe any outstanding taxes to the State of Florida.

FURTHER AFFIANT SAYETH NOT.

RONALD A. FELDNER

SWORN to and subscribed before me this 2078 day of October, 2003.

NOTARY PUBLIC

STATE OF GEORGIA

MY COMMISSION EXPIRES:

KIMBERLY ARMSTRONG MY COMMISSION EXPIRES FEBRUARY 1ST. 2005



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.
1. National Car Credit, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")
N/A 0
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
5 1740406
2. Georgia 3 58-1740406 (State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/1/87 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 2001
(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. 200 Brookstone Centre Parkway, Suite 205, Columbus, Georgia 31904
(Principal office address)
200 Brookstone Centre Parkway, Suite 205, Columbus, Georgia 31904 (Current mailing address)
8. Finance automobiles (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: Jennifer S. Eden
Office Address: 390 North Orange Avenue, Suite 600
Orlando Florida 32801
(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.
Lember & Colon
(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:

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B. OFF							
President	: William T. Heard	_·	,	<u> </u>			
Address:	200 Brookstone Centre P	arkway, Su	ite 205				<u> </u>
Address:	· -						
	Columbus, Georgia 31904	·	- :				
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Vice Pres Address: Secretary Address:	Columbus, Georgia 31904 Ronald A. Feldner 200 Brookstone Centre P	arkway, Su	ite 205.	Columbus	, Geor	gia 31904	
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Vice Pres Address: Secretary Address: Treasurer Address: NOTE:	Columbus, Georgia 31904 Ronald A. Feldner 200 Brookstone Centre P Ronald A. Feldner 200 Brookstone Centre P If necessary, you may attack an ad (Signature of Director or O	arkway, Su arkway, Su	ite 205,	Columbus Columbus listing addition	, Geor	gia 31904 gia 31904	

Secretary of State

 Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

GRONEK & LATHAM JENNIFER S. EDEN 390 NORTH ORANGE AVE STE 600 ORLANDO, FL 32801

DOCKET NUMBER : 032790964 CONTROL NUMBER : J715816 DATE INC/AUTH/FILED: 07/01/1987 JURISDICTION : GEORGIA PRINT DATE : 10/06/2003

FORM NUMBER : 211



CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

NATIONAL CAR CREDIT, INC. A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the abovenamed entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox Secretary of State