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Florida Department of State
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STATE OF FLORIDA

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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. Dunlon Corporation
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Illinois 3. 36-2552662
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 04/27/1965 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2315 Sanders Road, Northbrook, IL 60062
(Principal office address)

2315 Sanders Road, Northbrook, IL 60062
(Current mailing address)

8. automobile fleet leasing
(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 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.

By: Christine Eastwide
(Registered agent's signature)
C.T. Corporation System

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.

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

A. DIRECTORS

Chairman: Donald L. Rapoport

Address: 2315 Sanders Road, Northbrook, IL 60062

Vice Chairman: _____

Address: _____

Director: Gary Rapoport

Address: 2315 Sanders Road, Northbrook, IL 60062

Director: Nancy Dudley Liace

Address: 2315 Sanders Road, Northbrook, IL 60062

B. OFFICERS

President: Gary Rapoport

Address: 2315 Sanders Road, Northbrook, IL 60062

Vice President: (Senior) and CFO Anthony O'Boyle Beime Executive VP. David Nagy VP-Administration. David Hilder

Address: (for all three) 2315 Sanders Road, Northbrook, IL 60062

Secretary: Nancy Dudley Liace

Address: 2315 Sanders Road, Northbrook, IL 60062

Treasurer: Gary Rapoport

Address: 2315 Sanders Road, Northbrook, IL 60062

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

13. _____

Anthony O'Boyle Beime
(Signature of Director or Officer listed in number 12 of the application)

14. _____

A. Beime SVP-CFO
(Typed or printed name and capacity of person signing application)

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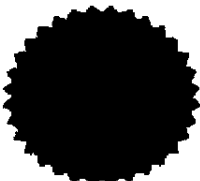
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT A CERTIFICATE EVIDENCING THE CORPORATE EXISTENCE OF "DONLEN CORPORATION", A CORPORATION DULY ORGANIZED UNDER THE LAWS OF THE STATE OF ILLINOIS, WAS RECEIVED AND FILED IN THIS OFFICE AS A FOREIGN CORPORATION ON THE TENTH DAY OF MARCH, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS QUALIFIED TO DO BUSINESS UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN WITHDRAWN OR REVOKED, SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS IN THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

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OFFICE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4261356

DATE: 10-28-05

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