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(Address)

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

J. Shivers APR 26 2006

w06-19265

CSC

CORPORATION SERVICE COMPANY®

ACCOUNT NO. : 072100000032

REFERENCE : 977875 4364216

AUTHORIZATION : [signature]

COST LIMIT : $ 70.00

ORDER DATE : April 11, 2006

ORDER TIME : 3:47 PM

ORDER NO. : 977875-025

CUSTOMER NO: 4364216

FOREIGN FILINGS

NAME: TOYOTA MOTOR NORTH AMERICA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER: ____________________

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TALLAHASSEE, FLORIDA

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. Toyota Motor North America, INc.

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

Not applicable

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

2. California

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

3. 95-3141669

(FEI number, if applicable)

4. June 1, 1977

(Date of incorporation)

5. Perpetual

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

6. Upon qualification approval

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

7. 19001 So. Western Ave., Torrance, CA 90501

(Principal office address)

c/o Corporate Tax Department, - 19001 So. Western Ave., Torrance. CA 90501

(Current mailing address)

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8. Public relations and corporate communications

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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.

Corporation Service Company
By: Laura R. Dunlap

Laura R. Dunlap as its agent

(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: Please see attached list.

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Please see attached list.

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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

13. (Signature of Director or Officer listed in number 12 of the application)

14. James Press- Senior Vice President

(Typed or printed name and capacity of person signing application)

TOYOTA MOTOR NORTH AMERICA, Inc.	
LIST OF OFFICERS AND DIRECTORS	
NAME	**TITLE**
Hideaki Otaka	President/CEO/Director
Gary L. Convis	Senior Vice President
Dennis C. Cuneo	Secretary/Senior Vice President
Yasuhiro Ichihashi	Senior Vice President
Yulitoshi Funo	Senior Vice President
James Press	Senior Vice President
Seiichi Sudo	Senior Vice President
Real Tanguay	Senior Vice President
Kenji Tomikawa	Senior Vice President
Mitsuo Kinoshita	Chief Financial Officer
Fujio Cho	Director
Katsuhiro Nakagawa	Director
Hiroshi Okuda	Director
Hideaki Otaka	Director
Shoichiro Toyoda	Director
Tokuichi Uranishi	Director
Karsuaki Watanabe	Director

State of California
Secretary of State

CERTIFICATE OF FILING

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **27th day of March, 2006,** there was filed in this office a(n) ***Agreement of Merger*** *merging* **TOYOTA MOTOR NORTH AMERICA, INC.**, a California corporation, into **TOYOTA TECHNICAL CENTER, U.S.A., INC.**, a California corporation, and the surviving corporation, by the terms of said agreement.

Further, that the name of the surviving corporation was changed to **TOYOTA MOTOR NORTH AMERICA, INC.** by terms of said Certificate of Ownership.

Further, that according to the records of this office, said merged California *corporation will cease to exist upon the* **1st day of April, 2006,** the effective date.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of April 20, 2006.

BRUCE McPHERSON
Secretary of State

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