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Division of Corporations

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FOREIGN PROFIT/NONPROFIT CORPORATION

Drive Consumer USA Inc.

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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. Drive Consumer USA Inc.  
(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. 36-5149993  
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. November 23, 1981 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 565 Fifth Avenue, New York NY 10017  
(Principal office address)
- 565 Fifth Avenue, New York NY 10017  
(Current mailing address)

To engage in any lawful act or activity for which corporations may be incorporated under the Illinois Business Corporation Act of 1983, as amended, and which are permitted under the Florida Business Corporation Act.

8. \_\_\_\_\_  
(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: CT 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.*

CT Corporation System

By: Sarah B. Ayala Sarah B. Ayala  
(Registered agent's signature) Assistant Secretary

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:

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**A. DIRECTORS**

Allen G. Jackson

Address: 565 Fifth Avenue, New York NY 10017

D. Allan Garraway

Address: 8585 N. Stemmons Freeway, Suite 1100-North, Dallas TX 75247

Director: James M. Cannon

Address: 565 Fifth Avenue, New York NY 10017

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

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

**B. OFFICERS**

President: Allen G. Jackson

Address: 565 Fifth Avenue, New York NY 10017

Vice President: D. Allan Garraway

Address: 8585 N. Stemmons Freeway, Suite 1100-North, Dallas TX 75247

Secretary: D. Allan Garraway

Address: 8585 N. Stemmons Freeway, Suite 1100-North, Dallas TX 75247

Treasurer: Allen G. Jackson

Address: 565 Fifth Avenue, New York NY 10017

Asst. Sec. David S. Mann, 131 S. Dearborn Street, 30th Floor, Chicago IL 60603

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. David S. Mann, Assistant Secretary

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

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**To all to whom these Presents Shall Come, Greeting:**

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that*

DRIVE CONSUMER USA INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE NOVEMBER 23, 1981, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*



**In Testimony Whereof, I hereto set**  
*my hand and cause to be affixed the Great Seal of*  
*the State of Illinois, this 16TH*  
*day of OCTOBER A.D. 2006*

*Jesse White*

SECRETARY OF STATE

Printed by authority of the State of Illinois. April 2006 - 20M - C-280.2