

F93000003490

ARTICLES OF MERGER
Merger Sheet

MERGING:

NATIONSBANC AUTO LEASING, INC., a Florida corporation, P95000058535
NATIONSBANC DEALER LEASING, INC., a North Carolina corporation,
F93000003490
CENTREX RESOURCES CORP., a New York corporation, F93000004943
SEAFIRST AUTO LEASING, INC., a Washington corporation not qualified in
Florida

INTO

300002934343--8

BANCAMERICA AUTO FINANCE CORP., a Delaware corporation not qualified
in Florida.

File date: July 6, 1999, effective July 23, 1999

Corporate Specialist: Velma Shepard