

CT CORPORATION SYSTEM

906 Olive Street  
St. Louis, MO 63101  
Tel. 314 231 8380  
Fax 314 231 6454

F940000000998

January 15, 1998

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

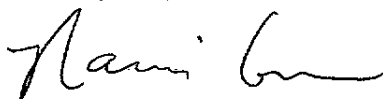
RE: DEALER FINANCE CORPORATION OF AMERICA  
Order # 1106896

Dear Sir/Madam:

Enclosed for filing on behalf of the above entity are withdrawal papers. A check to cover the filing fee is attached.

Please forward the usual evidence of filing to my attention.

Very truly yours,



Naomi Green  
Customer Specialist

600002407276--5  
-01/21/98--01101--010  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

FILED

98 JAN 21 PM 2:35

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAN 22 1998

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY  
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Dealer Finance Corporation of America  
(Name of Corporation)

Arkansas  
(Incorporated Under Laws Of)

FILED  
JAN 21 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

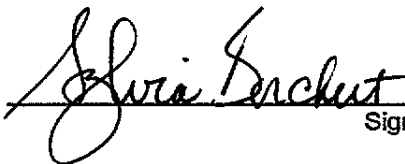
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

17500 Chenal Parkway  
(Mailing Address)

Little Rock, Arkansas 72211-9131  
(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature

1-6-98  
Date

Sylvia Borchert

Typed or printed name

Vice President

Title