95 JUN -2 MI 11: 51

networks PRESTICE HALL LEGAL & FINANCIAL SERVICES

DIVISION OF CORPORATION

ACCOUNT NO.

072100000032

REFERENCE

: 609049

86901M

AUTHORIZATION

COST LINIT

ORDER DATE : June 2, 1995

ORDER TIME : 11:08 AM

ORDER NO. 609049

CUSTOMER NO:

86901M

800001504346 -06/02/95--01030--044 ******70.00 ******70.00

CUSTONER:

Me. Adriene Mereville Prentice Hall Legal & 33north Legalle Street

Suite 1925

Chicago, IL 60602

FOREIGN FILINGS

NAME:

AMERICAN AUTO FUNDING CORPORATION

PROFIT NON-PROFIT CORPORATE

LIMITED PARTNERSHIP

QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

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:

2. <u>Delaware</u> (State or country under the law of which it 4. <u>July 28. 1994</u> (Date of Incorporation)	is incorporated) (FE 5. Perpetual	-3967398 I number, if applica corp. will cease to e	0
6. Upon qualification (Date first transacted business in Florida.			A CONTRACTOR OF THE PARTY OF TH
7. <u>1550 Northwest Highway. Suite 335</u> Park Ridge, IL 60068			ARY OF STA F CHAPURA -2 PH 12:
(Current mail	ng address)		ATE ATIONS 2: 46
(Purpose(s) of corporation authorized in Purpose(s) of corporation authorized in Purpose (s) Name and street address of Fig.	orida registered agei	nt:	state of Florida)
Name: <u>The Prenti</u>	ce-Hall Corporation Syste	-1 AIRC -	
Name: <u>The Prenti</u> Office Address:1201 Hays			
	Street, Suite 105		32301
Office Address: 1201 Hays Tallahasse	Street, Suite 105	, Florida , ,	32301 (Zip Code)
Office Address: 1201 Hays	Street, Suite 105 e ce: gent and to accept ser in this application, I this capacity. I further	vice of process thereby accept to agree to comply	(Zip Code) For the above state the appointment a

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.

	of officers and/or directors:	
A. DIRECTORS Birector Constants:	See Attached Continuation Sheet	
Address: _		
Director Vapus Chumus		
		- '
— Directors		**************************************
		-
Disastre		F 56
B. OFFICERS		PHIZ: 46
	Robert T. Rawl	RY OF STATE CORPORATIONS 2 PH 12: 46
	1550 Northwest Highway, Suite 335 Park Ridge, IL 60068	-
	ent:David O. Crow	
	1550 Northwest Highwy, Suite 335	
	Park Ridge, IL 60068 A CEO: Melter H. Roder, II	
Address: _	1550 Northwest Highway, Suite 335	
Treasurer:	Park Ridge, IL 60068	
Address:	1550 Northwest Highway, Suite 335	-
NOTE: If necessary, you'rd and/or directors.	ay attach an addendum to the application li	 sting additional officers
13. X		
(Signature of Chairman, Vice	Chairman, or any officer listed in number 12 of the ap	plication)

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

14.

CONTINUATION SHEET

TO

AMERICAN AUTO FUNDING CORPORATION APPLICATION BY FOREIGN CORPORATION

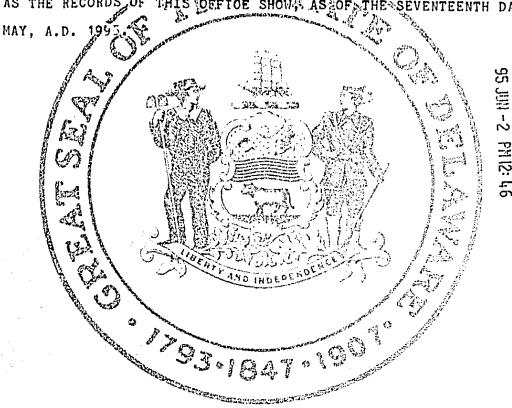
FOP WITHORIZATION TO TRANSACT BUSINESS

Item 12.A.: The names and addresses of directors:

Name	Address
G. Cook Jordan, Jr.	3075 Sanders Road, Suite G5D Northbrook, IL 60062
	205 N. Michigan Avenue Suite 301
David Kronfeld	Chicago, IL 60601
	PH 200
Howard D. Adams	727 Bank Lane, Suite 303 Lake Forest, IL 60045 PH 12: ATTAINED. PH 12: ATTAINED.
Peter W. Nauert	1750 East Golf Road Schaumburg, IL 60173
Walter H. Roder, II	Suite 335, 1550 Northwest Hwy.
	Doeb Didge Illinois 60060

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "AMERICAN AUTO FUNDING CORPORATION"
IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND
IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR
AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF



Edward J. Freel, Secretary of State

AUTHENTICATION:

7509168

DATE:

05-17-95

2422584 8300

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