

F9500004193

Document Number only

05 AUG 29 1995

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone
904-222-1092

CORPORATION(S) NAME

200001573692
-08/30/95--01058--001
*****70.00 *****70.00

New Motor Club, Inc.

FILED
 95 AUG 30 PM 12:07
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Amendment
- Merger
- Dissolution/Withdrawal
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of R.A.
- Certified Copy
- Photo Copies
- Fictitious Name
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Updater
Verifier
Acknowledgment
W.P. Verifier

3:00

8/30/95

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. NEW MOTOR CLUB, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. North Carolina
(State or country under the law of which it is incorporated)

3. 52-1925265
(FEI number, if applicable)

4. April 3, 1995
(Date of incorporation)

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

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, (b)))

7. 3044 W. Grand Blvd., Annex 311, Detroit, Michigan 48202
(Current mailing address)

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TALLAHASSEE, FLORIDA

8. To engage in the business of a motor club.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System
Claudia L. Saari
(Registered agent's signature) (Officer)

Claudia L. Saari, Asst. Secretary
(Type Name and Title of Officer)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: John R. Blinn

Address: 3044 W. Grand Blvd., Annex 311

Detroit, Michigan 48202

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

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B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. *Joseph L. Falik*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph L. Falik, Secretary
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
NEW MOTOR CLUB, INC.**

1. John R. Rines
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202
2. John D. Finnogan
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202
3. William B. Noll
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202
4. John E. Gibson
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202
5. Carol J. Knorr
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202

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TALLAHASSEE, FLORIDA

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
NEW MOTOR CLUB, INC.**

1. William B. Noll, President
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202
2. John P. Boris, Vice President
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202
3. Louis S. Carrio, Jr., Vice President
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202
4. Bernhard J. Buselmeler, Treasurer
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202
5. Joseph L. Falik, Secretary & Gen. Csl.
3044 W. Grand Blvd., Annex 311
Detroit, Michigan 48202

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF
NORTH
CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

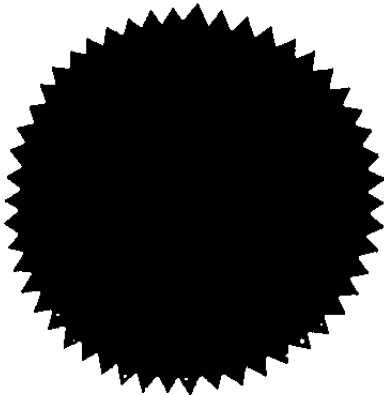
I, RUFUS L. EDMISTEN, Secretary of State of the State of North Carolina, do hereby certify that

NEW MOTOR CLUB, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 3rd day of April, 1995, with its period of duration being perpetual.

I FURTHER certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 22nd day of August, 1995.



Rufus L. Edmisten

Secretary of State

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TREASURER'S OFFICE

Document Number Only

F95000004193

CT CORPORATION SYSTEM

Requestor's Name
660 EAST JEFFERSON STREET

Address
TALLAHASSEE FL 32301 222-1092

City State Zip Phone

CORPORATION(S) NAME

400001865574
-06713736-01117-013
****35.00 ****35.00

New Motor Club, Inc.

Name

changing to: GM Motor Club, Inc. (new)

Change

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JUN 18 PM 1:05
55

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Amendment
- Dissolution/Withdrawal
- Merger
- Mark
- Limited Partnership
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- Annual Report
- Reservation
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- Fictitious name Filing
- CUS
- After 4:30
- Pick Up

Name Availability 6/18/96

Document Examiner [Signature]

Updater [Signature]

Verifier [Signature]

Acknowledgment [Signature]

W.P. Verifier [Signature]

6/18/96

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CORPORATION

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

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96 JUN 19 PM 1:00

SECTION I (1-3 must be completed)

1. NEW MOTOR CLUB, INC.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: North Carolina
3. Date authorized to do business in Florida: August 30, 1995

SECTION II (4-7 complete only the applicable changes)

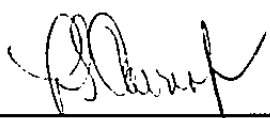
4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

GM MOTOR CLUB, INC.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.



Signature
Name and Title

L.S. Carrio, Jr., Vice President

June 5, 1996

Date

STATE OF
NORTH
CAROLINA



Department of The
Secretary of State

I, JANICE H. FAULKNER, Secretary of State of the State of North Carolina, do hereby certify that the following is a listing of all changes in the corporate name of the corporation named below, insofar as disclosed by the records of this office:

Original name at date of incorporation or authorization:

NEW MOTOR CLUB, INC.

State of Incorporation:

NC

Date of Incorporation or Authorization:

03 Apr 1995

Name Changes

Name change was effected by

Document and date filed or issued:

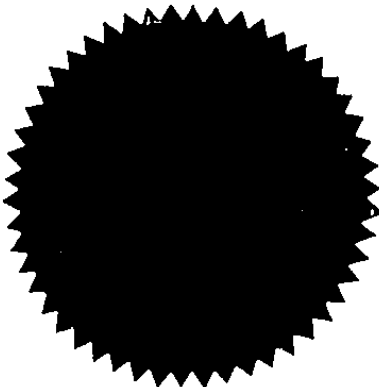
Name changed to:

Articles of Amendment

GM MOTOR CLUB, INC.

filed 06 Jun 1996

I FURTHER CERTIFY that this certificate is in compliance with North Carolina General Statutes §55-4-05 and may be recorded in the office of the Register of Deeds in the same manner as deeds, the former name of the corporation appearing in the "Grantor" index and the amended name of the corporation appearing in the "Grantee" index.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 12th day of June, 1996.

Janice H. Faulkner

Secretary of State