

F96000000024

TO: Qualification/Tax Lien Section
Division of Corporations

4000001665114
-12/19/95--01033--005
*****70.00 *****70.00

SUBJECT: Whirlpool Financial Latin America, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W9524620

Elizabeth A. Harter
(Name of Person)

Whirlpool Financial Corporation
(Firm/Company)

553 Benson Road
(Address)

Benton Harbor, Michigan 49022
(City/State/Zip)

4

Should you need to call someone concerning this matter, please call:

Elizabeth A. Harter at (616) 926-5505
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
95 DEC 28 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 19, 1995

ELIZABETH A. HARTER
WHIRLPOOL FINANCIAL CORPORATION
553 BENSON RD.
BENTON HARBOR, MI 49022

SUBJECT: WHIRLPOOL FINANCIAL LATIN AMERICA, INC.
Ref. Number: W95000024620

We have received your document for WHIRLPOOL FINANCIAL LATIN AMERICA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 795A00054649



553 Benson Road, Benton Harbor, Michigan 49022 (616) 926-5500

December 27, 1995

VIA UPS NEXT DAY AIR

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Whirlpool Financial Latin America, Inc.

Dear Sirs:

Attached is the completed Application by Foreign Corporation for Authorization to Transact Business in Florida. It was returned to me due to the fact that the date the company had first transacted business had not been inserted.

In addition, your letter indicated that a timely certificate of existence had not been included with the application. After realizing the original Certificate of Good Standing had been omitted from my December 18th letter to you, I expressed mailed to you such Certificate on December 20, 1995 which I asked that be attached to our Application. A copy of such letter, along with a copy of the Certificate of Good Standing is enclosed for your information.

Again, I apologize for the omission and hope it doesn't create an inconvenience to you. If you have any questions, please contact me (616 926-5505).

Sincerely,

A handwritten signature in cursive script that reads "Elizabeth A. Harter".

Elizabeth A. Harter
Legal Assistant

Encs.



553 Benson Road, Benton Harbor, Michigan 49022 (616) 926-5500

December 20, 1995

VIA UPS NEXT DAY AIR

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Whirlpool Financial Latin America, Inc.

Dear Sirs:

On December 18, 1995, I expressed mailed to you the completed Application by Foreign Corporation for Authorization to Transact Business in Florida for processing, a copy of which is enclosed. However, I just discovered that a current Certificate of Good Standing was not included with the Application. Therefore, enclosed is such Certificate dated December 18, 1995 which I ask that you please attach to our Application.

I apologize for the omission and hope this doesn't create an inconvenience to you. If you have any questions, please contact me (616 926-5505).

Sincerely,

A handwritten signature in cursive script that reads "Elizabeth A. Harter".

Elizabeth A. Harter
Legal Assistant

Enc.

**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. Whirlpool Financial Latin America, 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. Delaware

(State or country under the law of which it is incorporated)

3. N/A

(FEI number, if applicable)

4. November 8, 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 817.133, F.S.)

7. 553 Benson Road

Benton Harbor, Michigan 49022

(Current mailing address)

8. This corporation is organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware. (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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

, Florida, 33324

(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.

Jeffrey R.

(Registered agent's signature) Graves

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.

FILED
95 DEC 28 PM 1:23
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See Attachment A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See Attachment B

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. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James E. LeBlanc, Chairman of the Board and President
(Typed or printed name and capacity of person signing application)

FILED
95 DEC 28 PM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attachment A

FILED

55 DEC 28 PM 1:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHIRLPOOL FINANCIAL LATIN AMERICA, INC.

DIRECTORS

<u>Name</u>	<u>Business Address</u>	<u>Title</u>
James E. LeBlanc	Whirlpool Financial Corporation, 553 Benson Road, Benton Harbor, MI 49022	Chairman of the Board & President
Jack L. Foster	Whirlpool Financial Corporation, 815 NW 57th Ave., Suite 402, Miami, FL 33126	Vice President
Gerald A. Mogavero	Whirlpool Financial Corporation International, 209 Purley Way, Croydon, Surrey CRO 4XE England	Vice President
Brian F. Peters	Whirlpool Financial Corporation, 553 Benson Road, Benton Harbor, MI 49022	Vice President

Attachment B

WHIRLPOOL FINANCIAL LATIN AMERICA, INC.

OFFICERS


<u>Name</u>	<u>Business Address</u>	<u>Title</u>
James E. LeBlanc	Whirlpool Financial Corporation, 553 Benson Road, Benton Harbor, MI 49022	Chairman of the Board & President - D
Jack L. Foster	Whirlpool Financial Corporation, 815 NW 57th Ave., Suite 402, Miami, FL 33126	Vice President - D
David Kleinman	Whirlpool Financial Corporation, 553 Benson Road, Benton Harbor, MI 49022	Vice President
Gerald A. Mogavero	Whirlpool Financial Corporation International, 209 Purley Way, Croydon, Surrey CRO 4XE England	Vice President - D
Brian F. Peters	Whirlpool Financial Corporation, 553 Benson Road, Benton Harbor, MI 49022	Vice President - D
Marshall E. Rosenberg	Whirlpool Financial Corporation, 553 Benson Road, Benton Harbor, MI 49022	Secretary
Bradley J. Bell	Whirlpool Corporation, 2000 M-63 North, Benton Harbor, MI 49022	Treasurer
C. Laurence Yinger	Whirlpool Financial Corporation, 553 Benson Road, Benton Harbor, MI 49022	Assistant Secretary

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WHIRLPOOL FINANCIAL LATIN AMERICA, INC." 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 EIGHTEENTH DAY OF DECEMBER, A.D. 1995.

FILED
95 DEC 28 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA





Edward J. Freel, Secretary of State

AUTHENTICATION:

2560031 8300

950294474

DATE: 7756217

12-18-95