

PHH Mortgage  
Services

6000 Atrium Way  
Mt. Laurel, NJ 08054

Telephone  
800 446 0963

F960000000656

Cendant Mortgage  
6000 Atrium Way  
Mt. Laurel, NJ 08054

PHH

February 6, 1998

Legal Department

State of Florida  
Secretary of State  
The Capitol  
Tallahassee, FL 32399

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Dear Sir or Madam:

On or about November 1, 1997, PHH Auto Finance Corporation, Federal I.D. No. 52-1639955, ceased all origination activity in Florida and sold its existing portfolio. As a result, please accept this letter as notification of our intention to cease doing business in Florida.

Unless you advise differently, it is understood that no further action will be required by PHH Auto Finance Corporation and we may close our books. If you should require additional information, I can be reached at 609-802-5440.

Sincerely,

PHH AUTO FINANCE CORPORATION

  
Gerry Gager  
Legal Department

GG/smd

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F96-656

withd.  
03-19-98  
CC

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

PHH AUTO FINANCE CORPORATION  
(Name of Corporation)

MARYLAND  
(Incorporated Under Laws Of)

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DIVISION OF CORPORATIONS  
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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.

PHH AUTO FINANCE CORPORATION, 6000 Atrium Way, Mt. Laurel, NJ 08054  
(Mailing Address)

Mt. Laurel, NJ 08054  
(City/ State /Zip)

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

*Michael P. Gozdan*  
Signature

ASSISTANT SECRETARY  
Title

MICHAEL P. GOZDAN  
Typed or printed name

March 5, 1993  
Date