

F96000005052

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

000001961650
-10/01296--01145--017
*****70.00 *****70.00

World Omni Retail Funding, Inc.

10/1

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DIVISION OF CORPORATIONS
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☒ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of B.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

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Name

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Acknowledgment

W.P. Verifier

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CR2E031 (1-89)

**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. World Omni Retail Funding, 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. 65-0688776

(FEI number, if applicable)

4. August 2, 1996

(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 617.156, F.S.))

7. 100 NW 12th Avenue, Deerfield Beach, Florida 33442

(Current mailing address)

8. See attached purpose clause

(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

(Registered agent's signature) (Officer)

TANYA M. VILLAR
SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

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

14. John J. Wholan, Secretary _____
(Typed or printed name and capacity of person signing application)

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

**Purpose Clause of
World Omni Retail Funding, Inc.**

-
- (a) to acquire, own, hold, sell, service, transfer or pledge, or otherwise dispose of, interest in and servicing responsibilities with respect to, accounts, chattel paper, general intangibles and instruments, including vehicle installment contracts and other receivables ("Receivables"), and any related contracts, collateral or agreements ("Related Property");
 - (b) to act as settlor or grantor or depositor of one or more trusts formed under a trust agreement, pooling and servicing agreement or other agreement to issue series (any of which series may be issued in one or more classes) of notes, trust certificates or other interests or evidence of ownership (collectively, "Ownership Interests") representing interests in Receivables and to enter into any other agreement providing for the authorization, issuance, sale and delivery of such Ownership Interests;
 - (c) to hold, pledge, transfer or otherwise deal with Ownership Interests and any Ownership Interests representing a subordinated or residual interest in Receivables ("Subordinated Interests");
 - (d) to loan or otherwise invest proceeds from Receivables, funds received in respect of Ownership Interests or Subordinated Interests and any other income, as determined by the Corporation's Board of Directors;
 - (e) to borrow money or guaranty obligations to facilitate any activity authorized herein including, without limitation, obtaining loans from any of its affiliates to enable the Corporation to acquire Receivables and Related Property;
 - (f) to enter into agreements and arrangements with persons or entities, or undertaking such activities, as may be necessary or convenient to acquire, own, hold, sell, service, transfer or pledge, or otherwise dispose of Receivables and Ownership Interests; and
 - (g) to engage in any lawful act or activity and to exercise any powers permitted to corporations organized under the General Corporation Law of the State of Delaware that are incidental to and necessary or convenient for the accomplishment of the foregoing.

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

**Directors of
World Omni Retail Funding, Inc.**

1. Lawrence S. Rich
100 NW 12th Avenue
Deerfield Beach, Florida 33442
2. Patricia G. Moran
100 NW 12th Avenue
Deerfield Beach, Florida 33442
3. Daryl P. Smith
100 NW 12th Avenue
Deerfield Beach, Florida 33442
4. Christopher Wheeler
2225 Glades Road
Boca Raton, Florida 33431
5. Mark Bower
1901 Main Street, Suite 1400
Columbia, South Carolina 29202

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

**Officers of
World Omni Retail Funding, Inc.**

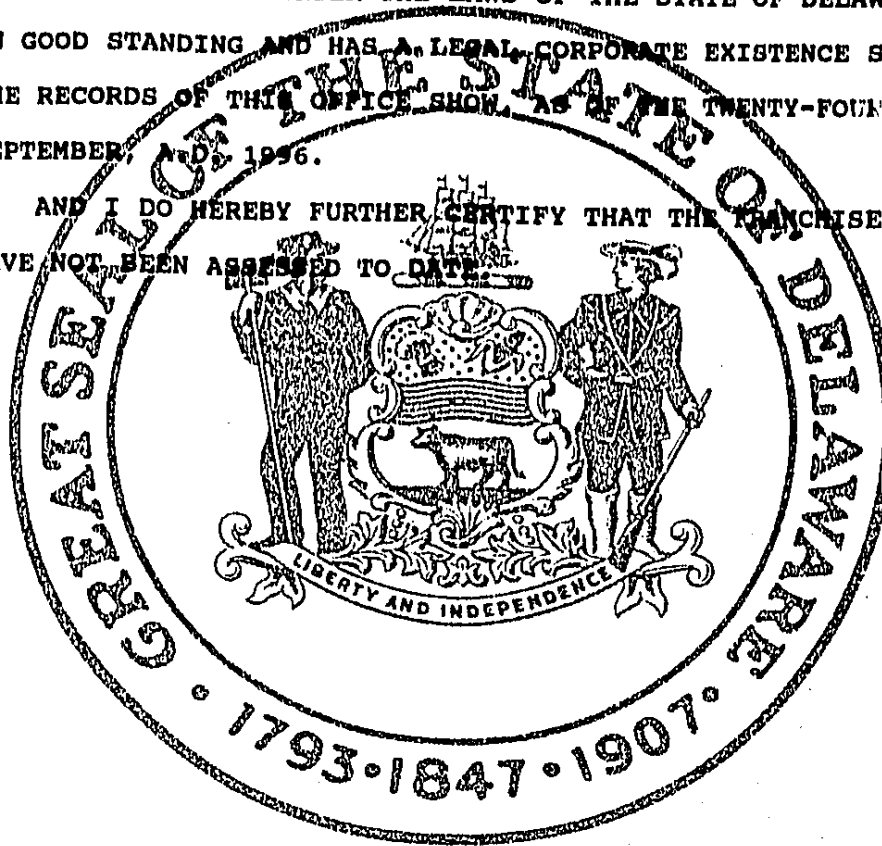
1. Daryl P. Smith, President
100 NW 12th Avenue
Deerfield Beach, Florida 33442
2. Colin W. Brown, Executive Vice President and General Counsel
100 NW 12th Avenue
Deerfield Beach, Florida 33442
3. Alan J. Browdy, Vice President
100 NW 12th Avenue
Deerfield Beach, Florida 33442
4. John J. Whelan, Secretary
100 NW 12th Avenue
Deerfield Beach, Florida 33442
5. A. Tucker Allen, Treasurer
100 NW 12th Avenue
Deerfield Beach, Florida 33442
6. Arthur J. Mirandi, Jr., Assistant Treasurer
100 NW 12th Avenue
Deerfield Beach, Florida 33442
7. Patrick C. Ossenbeck, Assistant Treasurer
100 NW 12th Avenue
Deerfield Beach, Florida 33442
8. Brick A. Toifel, Assistant Secretary
6150 Omni Park Drive
Mobile, Alabama 36609
9. Jeffrey L. Hayman, Assistant Secretary
100 NW 12th Avenue
Deerfield Beach, Florida 33442

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WORLD OMNI RETAIL FUNDING, 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 TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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09-24-96