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TO: DIVISION OF CORPORATIONS
(904)922-4000

FAX #:

FROM: THE COMPANY CORPORATION
078660001006

ACCT#:

CONTACT: KIMBERLY ANDRAS
PHONE: (302)575-0440
(302)575-1346

FAX #:

NAME: MOTORCAR ACCEPTANCE CORPORATION

AUDIT NUMBER.....H96000014487

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ENTER SELECTION AND <CR>:

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DIVISION OF CORPORATIONS

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. MOTORCAR ACCEPTANCE COOPERATION
(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. 36-4064670
(FBI number, if applicable)
4. 10-13-95
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 10/15/96
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 607.1503, F.S.))
7. 115 E. MAIN ST.
CARY, IL 60013
(Current mailing address)
8. AUTOMOBILE RETAIL CONTRACTS (PURCHASING)
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: Larry Wolfe

Office Address: 200 A John Knox Rd.

Tallahassee

, Florida , 32303

(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.

see attached

(Registered agent's signature)

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: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: GERALD E BRIGGSAddress: 827 Big Bear TrCARY IL 60013Director: DOUGLAS WELTZAddress: 115 E. Main St.Cary, IL

B. OFFICERS

President: GERALD E BRIGGSAddress: 827 Big Bear TrCARY IL 60013Vice President: JOHN WELTZAddress: 1147 Golden Oaks PkwyAurora, IL 60506Secretary: Dorothy L. LewisAddress: 377 Ann StCARY IL 60013

Treasurer: _____

Address: _____

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

13.

Gerald Briggs

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

14.

GERALD BRIGGS / PRESIDENT

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

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Motorcar Acceptance Corporation desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Cary, Illinois ~~INCORPORATED~~, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Larry Wolfe

10/14/96
Date

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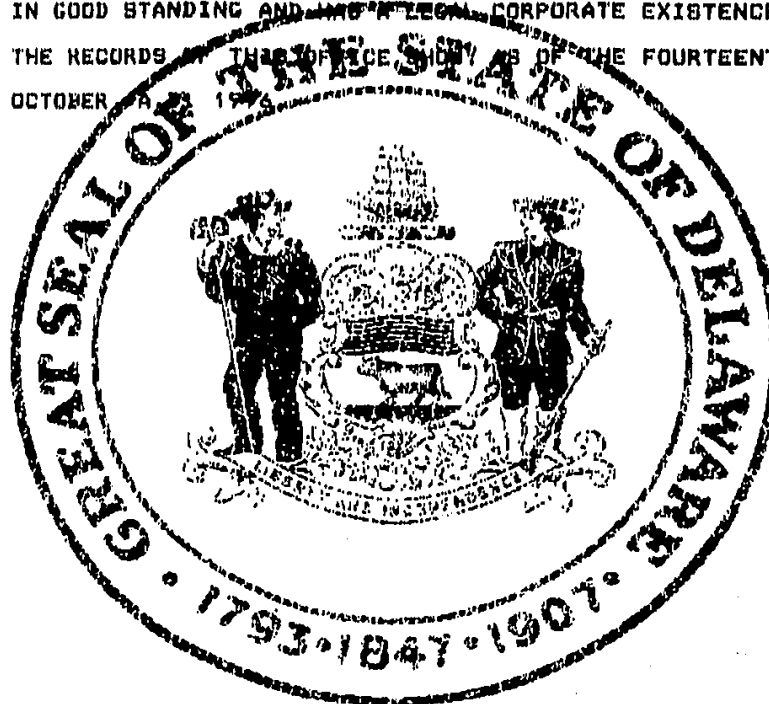
P.04/85

PAGE 1

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY 'MOTORCAR ACCEPTANCE 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 THE OFFICE SHOW AS OF THE FOURTEENTH DAY OF OCTOBER, 1996.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 16 PM 1:34



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

8145358

10-14-96