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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		Saturn Retail of Florida, Inc.
	(Name of	corporation; must include the word "INCORPORATED" "COMPANY" "COMPANY"

	or a natura	al person or partnership if not so contained in the name at present.)
2		Delaware 3. Applied for
	(State or c	ountry under the law of which it is incorporated) S. Aprilea 407 (FEI number, if applicable)
4.	Nove	
	(Date o	f Incorporation) 5. <u>perpetual</u> (Duration: Year corp. will cease to exist or "perpetual")
Ο.	(Date fire	n qualification
	(Date first	transacted business in Florida. (See sections 607.1501, 607.1502 and 817.155, F.S.))
7.	Sa	turn of orlando South
		O S. Grange Blossom Trail, Orlando, FL 32809
		(Current mailing address)
8,	Toena	age in any lawful act or activity for which corporations
	Florida)	of corporation authorized in home state or country to be carried out in the state of may be organized under the General Corporation Law of Delaware
€.	Name and	street address of Florida registered agent:
		9 9
		Name: CT CORPORATION SYSTEM
		Office Address: c/o CT Corporation System, 1200 South Pine Island Road (9)
		The state was the state with the state of th
		Plantation , Florida, 33324
		(Zip Code)
0.	Registered	agent acceptance:
av	ing been n	amed as registered agent and to account social of any of any

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Ha 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.

CT CORPORATION SYSTEM	. •
(Registered agent's signature) (Officer)	
MARC 61415- ASST V	
(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:

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Α.	1 41	_			-	•

	Chairman: Sill A. Lajdziak
	Address: Saturn Corp., 1420 Stephenson Hwy.
	Troy, MI 48007
	Vice Chairman: Edward J. Toporzycki
	Address: Saturn Corp., 100 Saturn Parknay
	Spring Hill, TN 30174
	Director: <u>Sames</u> L <u>Craner</u>
	Address: Saturn Corp., 100 Saturn Parkway
	Spring Hill, TN 37174
	Director:
	Address:
B. OFFICERS	
	President: Simmy Snyder
	Address: Saturn Corp., 100 Saturn Parkway
	Spring Hill, TN 37174
and Assist	vice President: Stephen Griffin
	Address: Saturn corp., 100 Saturn Parkway
	Spring Hill TN 37174
	Georetary: James L. Craner
Secretary	address: Saturn Corp., 100 Saturn Parkway
	Spring Hill, TN 37174

N	Secretary
•	and
•	Treasurer: Saneen S. Zaio
	Address: Saturn Corp., 100 Saturn Parkway
	Spring Hill, TN 37174
NOTE: If r and/or direc	ecessary, you may attach an addendum to the application listing additional officers
13	Janeer A mis
torgratur	e of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14.	Saneen S. Faio E-act
(yped o	printed name and capacity of person signing application)

BINISTATION OF STATE

/ F

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SATURN RETAIL OF FLORIDA, 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 FOURTEENTH DAY OF NOVEMBER, A.D. 1997.

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

101 B PH 1:25



Edward J. Freel, Secretary of State

2820204 8300

AUTHENTICATION:

8756876

DATE:

11-14-97