

# F98000002944



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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

United Auto Fifth Funding Inc.

☐ Walk In

☐ Pick Up Time

☐ Certified Copy

☐ Mail Out

☐ Certificate of Status

☐ Will Wait

☐ Certificate of Good Standing

☐ Photocopy

# RUSH

☐ ARTICLES ONLY

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

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Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

925/26  
98 MAY 26 AM 9:25  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**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. UnitedAuto Fifth Funding Inc.  
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. May 13, 1998 4. Perpetual  
(Date of Incorporation) (Duration)

5. 16-1549850  
(Federal Employer Identification number, if applicable)

6. upon qualification  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 800 Perinton Hills Office Park, Fairport, NY 14450  
(Current mailing address)

To purchase, finance and sell auto loan receivables and to engage in any lawful activities under the law of Florida that is incidental, necessary and convenient for the accomplishment of the foregoing purposes.  
8. for the accomplishment of the foregoing purposes.  
(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

**A. Directors:**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: Richard J. Harrison

Address: 800 Perinton Hills Office Park

Fairport, NY 14450

Director: Suzanne O'Connor

Address: 800 Perinton Hills Office Park

Fairport, NY 14450

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**B. Officers:**

President: Richard J. Harrison

Address: 800 Perinton Hills Office Park  
Fairport, NY 14450

Vice President: Suzanne O'Connor

Address: 800 Perinton Hills Office Park  
Fairport, NY 14450

Secretary: Mary F. Hurlburt

Address: 800 Perinton Hills Office Park  
Fairport, NY 14450

Treasurer: Mary F. Hurlburt

Address: 800 Perinton Hills Office Park  
Fairport, NY 14450

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(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: NationsCorp Registered Agents, Inc.  
Office Address: 526 East Park Avenue  
Tallahassee, Florida 32301  
Zip Code

793-1074

**11. 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.

Registered agent's signature:

Billy B. Gandy

12. 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.

13. Suzanne A. O'Connor  
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Suzanne A. O'Connor, Vice President  
(Name and capacity of person signing application)

Exhibit A

A. Directors (continued)

Director: Warren E. Pearce, III  
Address: 800 Perinton Hills Office Park  
Fairport, New York 14450

B. Officers (continued):

Vice President: Warren E. Pearce, III  
Address: 800 Perinton Hills Office Park  
Fairport, New York 14450

Vice President: Linda K. Stewart  
Address: 800 Perinton Hills Office Park  
Fairport, New York 14450

Assistant Secretary: Gregory F. Brett  
Address: 800 Perinton Hills Office Park  
Fairport, New York 14450

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*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 "UNITEDAUTO FIFTH 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-FIRST DAY OF MAY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "UNITEDAUTO FIFTH FUNDING INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF MAY, A.D. 1998.

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

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DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9095529

DATE: 05-21-98