
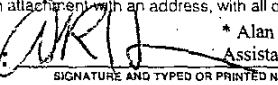


2004 FOR PROFIT CORPORATION ANNUAL REPORT


FILED
Jul 13, 2004 8:00 am
Secretary of State

07-13-2004 90004 025 ***150.00

DOCUMENT # F98000005166 1. Entity Name NILT, INC.					
Principal Place of Business 400 N. MICHIGAN AVE. 2ND FLOOR CHICAGO, IL 60611			Mailing Address P O BOX 3246 ATTN: PEGGY DOUGHTY TORRANCE, CA 90510-3246		
2. Principal Place of Business 209 S. LASALLE ST. <small>Suite, Apt. #, etc.</small> SUITE 300 <small>City & State</small> CHICAGO, IL		3. Mailing Address P.O. BOX 650214 <small>Suite, Apt. #, etc.</small> ATTN: PENNY DOUGHTY <small>City & State</small> DALLAS, TX		01132004 Chg-P CR2E034 (10/03)	
<small>Zip</small> 60604		<small>Country</small> USA		4. FEI Number 41-1912112	
<small>Zip</small> 75265		<small>Country</small> USA		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent LEXISNEXIS DOCUMENT SOLUTIONS INC. 1201 HAYS STREET TALLAHASSEE, FL 32301				7. Name and Address of New Registered Agent <small>Name</small> <small>Street Address (P.O. Box Number is Not Acceptable)</small> <small>City</small> FL <small>Zip Code</small>	
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small> DATE _____					
FILE NOW!!! FEE IS \$150.00 After May 1, 2004 Fee will be \$550.00			9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees		
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	P CHILD, PATRICIA M 400 N MICHIGAN AVE, 2ND FLOOR CHICAGO, IL 60611	<input type="checkbox"/> Delete	<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	209 S. LASALLE ST., SUITE 300 CHICAGO, IL 60604	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	VCFO ARVIN, NANCIE J. 400 N. MICHIGAN AVE. 2ND FLOOR CHICAGO, IL 60611	<input type="checkbox"/> Delete	<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	209 S. LASALLE ST., SUITE 300 CHICAGO, IL 60604	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	D CHRISTOPHERSON, SHERYL 180 EAST 5TH STREET ST PAUL, MN 55101	<input type="checkbox"/> Delete	<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	60 LIVINGSTON AVE., 3RD FLOOR ST. PAUL, MN 55107	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	D KAPLAN, EVE 180 EAST 5TH STREET ST PAUL, MN 55101	<input type="checkbox"/> Delete	<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	60 LIVINGSTON AVE., 3RD FLOOR ST. PAUL, MN 55107	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	VPS ROSAL, MELISSA A 400 N. MICHIGAN AVE. 2ND FLOOR CHICAGO, IL 60611	<input type="checkbox"/> Delete	<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	209 S. LASALLE ST., SUITE 300 CHICAGO, IL 60604	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	AS EGAN, JAMES R 601 SECOND AVENUE SOUTH MINNEAPOLIS, MN 55402	<input checked="" type="checkbox"/> Delete	<small>TITLE</small> <small>NAME</small> <small>STREET ADDRESS</small> <small>CITY-ST-ZIP</small>	AS ANTONIO SANCHEZ 209 S. LASALLE ST., SUITE 300 CHICAGO, IL 60604	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE:  * Alan R. Hunn, Attorney-In-Fact By: Nissan Motor Acceptance Corporation, a California Corporation, as attorney-in-fact for NILT, Inc. 4/12/04 (800)410-4660 <small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small> <small>Date</small> <small>Daytime Phone #</small>					

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Attachment

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Attachment #1

Nissan-Infiniti LT (NILT)

NILT, being a Delaware statutory trust, has no officers and directors. It has a trustee, NILT, Inc., a Delaware corporation – a copy of their officers and directors is attached.

Nissan Motor Acceptance Corporation (NMAC) is the servicer of NILT and NMAC is authorized to sign renewal filings on behalf of NILT. For your reference, a listing of NMAC officers and directors is also being provided, as well as the Power of Attorney from NILT, Inc. authorizing NMAC to sign the renewal forms.

Attachment

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NILT, Inc.
Officers and Directors
Effective December 31, 2003

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Sheryl Christopherson	Director	U.S. Bank National Association 60 Livingston Ave., 3rd Floor St. Paul, MN 55107-2292 (651/495-3852)
Nancie J. Arvin	Director Vice President & Chief Financial Officer	U.S. Bank National Association 209 South LaSalle Street Suite 300 Chicago, IL 60604 (312/325-8900)
Eve Kaplan	Director	U.S. Bank National Association 60 Livingston Ave., 3rd Floor St. Paul, MN 55107-2292 (651/495-3851)
Patricia M. Child	President	U.S. Bank National Association 209 South LaSalle Street Suite 300 Chicago, IL 60604 (312/325-8902)
Melissa A. Rosal	Vice President & Secretary	U.S. Bank National Association 209 South LaSalle Street Suite 300 Chicago, IL 60604 (312/325-8904)
Antonio Sanchez	Assistant Secretary	U.S. Bank National Association 209 South LaSalle Street Suite 300 Chicago, IL 60604 (312/325-8903)
Julia Berezhnaya	Trust Officer & Assistant Secretary	U.S. Bank National Association 209 South LaSalle Street Suite 300 Chicago, IL 60604 (312/325-8901)

Attachment

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**FILINGS POWER OF ATTORNEY
PURSUANT TO SECTION 2.12(b) OF SERVICING AGREEMENT**

KNOW ALL MEN BY THESE PRESENTS, that NILT, Inc., a Delaware corporation (the "Grantor") located at 400 North Michigan Avenue, 2nd Floor, Chicago, Illinois 60611, as trustee, of Nissan-Infiniti LT, a Delaware statutory trust (the "Trust"), does hereby appoint Nissan Motor Acceptance Corporation, a California corporation, located at 990 West 190th Street, Torrance, California 90502 (the "Grantee"), as its attorney-in-fact, with full power of substitution and hereby authorizes and empowers the Grantee, in the name of and on behalf of the Grantor or the Trust, to take the following actions from time to time with respect to certain filings referred to in each Servicing Agreement, dated as of March 1, 1999 (as amended and supplemented, the "Servicing Agreement"), among the Trust, NILT Trust, a Delaware statutory trust, and the Grantee, for the purposes of enabling the Grantee in the name of the Grantor or the Trust to:

(a) sign the Grantor's or the Trust's name to any (i) periodic sales and use tax, income or franchise tax or property (real or personal) tax reports, (ii) initial applications or periodic renewals of licenses and permits, (iii) periodic renewals of qualification to act as a trust or a statutory trust or (iv) other periodic governmental filings, registrations, returns or approvals (collectively, "Filings") arising with respect to or required of the Grantor or the Trust; and

(b) identify any surety bonds or other ancillary undertakings required of the Grantor or the Trust in respect of any Filing, execute and deliver any and all instruments and take any and all further action in the name of and on behalf of the Grantor or the Trust as may be required or deemed desirable to accomplish any and all of the foregoing and carry out the purposes of this Power of Attorney.

The Grantee is hereby empowered to do any and all lawful acts necessary or desirable to effect such Filings and the payment of such fees, costs and taxes as necessary to complete these actions and the Grantor hereby ratifies and confirms any and all lawful acts that the Grantee shall do pursuant to and in conformity with this Power of Attorney.

This Power of Attorney is revocable in whole or in part as to the powers herein granted with respect to the Filings related to one or more Sub-Trusts (as defined in the Origination Trust Agreement described below) upon notice by the Grantor. If not earlier revoked, this Power of Attorney shall expire, completely or, if so indicated, in part, upon the earlier of (i) the termination of that certain amended and restated trust and servicing agreement, dated as of August 26, 1998 (as amended and supplemented, the "Origination Trust Agreement") among NILT Trust, as UTI Beneficiary, the Grantee, as Servicer, the Grantor, as trustee, Wilmington Trust Company, a Delaware banking corporation, as Delaware trustee, and for certain limited purposes only, U.S. Bank National Association, a national banking association, as trust agent, and (ii) the termination of the Servicing Agreement (completely or with respect to the Servicer's servicing obligations relating to one or more Sub-Trusts), as each may be amended, restated or supplemented from time to

Attachment

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time. Capitalized terms used herein that are not otherwise defined shall have the meanings ascribed thereto in the Origination Trust Agreement.

This Power of Attorney shall be created under and governed and construed under the internal laws of the State of California.

The Grantor executes this Power of Attorney with the intent to be legally bound hereby, and with the intent that such execution shall have the full dignity afforded by the accompanying witnessing and notarization and all lesser dignity resulting from the absence of such witnessing and notarization or any combination thereof.

Dated as of the 5th day of March, 2003.

NILT, INC.,
as Trustee of Nissan-Infiniti LT

By: Nancie J. Arvin
Name: Nancie J. Arvin
Title: Vice President

Attachment

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NISSAN MOTOR ACCEPTANCE CORPORATION

OFFICERS

[Effective June 19, 2003]

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Norio Matsumura	Chairman of the Board	17-1Ginza 6-Chome Chuo-Ku Tokyo104 Japan
Steven R. Lambert	President and Chief Executive Officer	990 West 190 th Street Torrance, California 90502
Jeffrey L. Edwards	Vice President, Operations	8900 Freeport Parkway Irving, Texas 75063
John A. French	Vice President, Corporate Planning Office and Financial Products	990 West 190 th Street Torrance, California 90502
Joji Tagawa	Treasurer	990 West 190 th Street Torrance, California 90502
Anthony R. Wall	Assistant Treasurer and Controller	990 West 190 th Street Torrance, California 90502
Susan M. Derian	Secretary	990 West 190 th Street Torrance, California 90502
Alan R. Hunn	Assistant Secretary	8900 Freeport Parkway Irving, Texas 75063
Jin W. Kim	Assistant Secretary	990 West 190 th Street Torrance, California 90502

Attachment

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NISSAN MOTOR ACCEPTANCE CORPORATION

DIRECTORS

[Effective June 19, 2003]

<u>Name</u>	<u>Business Address</u>
Steven R. Lambert	990 West 190 th Street Torrance, California 90502
Norio Matsumura	17-1 Ginza 6-Chome Chuo-Ku Tokyo 104 Japan
James C. Morton, Jr.	18501 South Figueroa Street Gardena, California 90248
Akira Sato	17-1 Ginza 6-Chome Chuo-Ku Tokyo 104 Japan