

Sep. 28 1998

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TRIPP, SCOTT, CONKLIN

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P. 1/4

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((H98000018007 8))

TO: DIVISION OF CORPORATIONS
(850)922-4003

FAX #:

FROM: TRIPP, SCOTT, CONKLIN & SMITH
07535000065

ACCT#:

CONTACT: IRIS HAIBI

PHONE: (954)525-7500

FAX #:

(954)761-8475

NAME: AUTONATION RECEIVABLES FUNDING CORP.

AUDIT NUMBER.....H98000018007

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0

PAGES..... 3

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

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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. AutoNation Receivables Funding Corp.
(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. Applied For
(FEI number, if applicable)
4. September 24, 1998
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. September 24, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 110 Southeast 6th Street, 20th Floor
Fort Lauderdale, FL 33301
(Current mailing address)
8. Financing
(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: (P.O. Box or Mail Drop Box NOT acceptable)
Name: CT CORPORATION SYSTEM
Office Address: 1200 South Pine Road
Plantation., Florida, 33324
(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.
Vicky Goldstein
(Registered agent's signature)
VICKY GOLDSTEIN
SPECIAL ASSISTANT SECRETARY
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.

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12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Director: James O. Cole

Address: 110 Southeast 6th Street, 20th Floor

Fort Lauderdale, FL 33301

Director: Kathleen W. Hyle

Address: 200 South Andrews Avenue, 11th Floor

Fort Lauderdale, FL 33301

Director: Peter Sorensen

Address: 2 Wall Street

New York, NY 10005

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Kathleen W. Hyle

Address: 200 South Andrews Avenue, 11th Floor

Fort Lauderdale, FL 33301

Vice President: Jennifer L. Boese

Address: 200 South Andrews Avenue, 10th Floor

Fort Lauderdale, FL 33301

Secretary: James O. Cole

Address: 110 Southeast 6th Street, 20th Floor

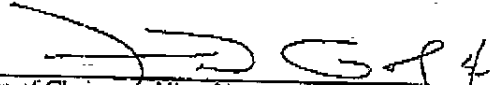
Fort Lauderdale, FL 33301

Treasurer: Leland F. Wilson

Address: 200 South Andrews Avenue, 10th Floor

Fort Lauderdale, FL 33301

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. James O. Cole, Secretary
(Typed or printed name and capacity of person signing application)

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 "AUTONATION RECEIVABLES FUNDING CORP." 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-EIGHTH DAY OF SEPTEMBER, A.D. 1998..

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

AUTHENTICATION:

DATE:

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09-28-98