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DEPARTMENT OF REVENUE  
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((H98000020046 2))

F CORPORATIONS

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NAME: AUTONATION FLOOR PLAN FUNDING CORP.

AUDIT NUMBER.....H98000020046

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0 PAGES..... 4

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DIVISION OF CORPORATIONS  
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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 FLOOR PLAN 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 3. Applied For  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 20, 1998 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. October 20, 1998  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 110 Southeast 6th Street  
Fort Lauderdale, FL 33301  
(Current mailing address)

8. Financing  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: GI Corporation System

Office Address: 1200 S. Pine Island 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.*

Wicky Goldstein  
(Registered agent's signature)  
WICKY 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)

Director: Kathleen W. Hyle

Address: 200 S. Andrews Ave., 11th Flr., Fort Lauderdale, FL 33301

Director: James O. Cole

Address: 110 S.E. 6th Street, 20th Floor  
Fort Lauderdale, FL 33301

Director: Leland F. Wilson

Address: 200 S. Andrews Ave., 10th Flr.  
Fort Lauderdale, FL 33301

Director: Frank B. Bilotta

Address: 2 Wall Street  
New York, NY 10005

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

President: Kathleen W. Hyle

Address: 200 S. Andrews Ave., 11th Flr.  
Fort Lauderdale, FL 33301

Vice President: Jennifer L. Boese

Address: 200 S. Andrews Avenue, 10th Flr.  
Fort Lauderdale, FL 33301

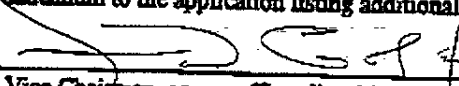
Secretary: James O. Cole

Address: 110 S.E. 6th Street, 20th Flr.  
Fort Lauderdale, FL 33301

Treasurer: Leland F. Wilson

Address: 200 S. Andrews Avenue  
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)

Oct. 30. 1998 2:16AM

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**Addendum  
To  
Application By Foreign Corporation For Authorization  
To Transact Business In Florida**

Additional Director:

Director: Peter H. Sorensen  
Address: 2 Wall Street  
New York, NY 10005

Additional Officer:

Vice President: Peter H. Sorensen  
Address: 2 Wall Street  
New York, NY 10005

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State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUTONATION FLOOR PLAN 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-NINTH DAY OF OCTOBER, A.D. 1998.

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

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 98 OCT 29 PM 2:49



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9379072

DATE: 10-29-98

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