

F99000000651

FILING COVER SHEET

REFERENCE:

0173.5403

DATE:

2-3-99

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

C.U. Acceptance Corporation

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -3 PM 12:36

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2/3

STATE FEES PREPAID WITH CHECK # 12953 FOR \$ 70.00

PLEASE FILE:

600002763536--D

-02/03/99-01046-025

*****70.00 *****70.00

() ARTICLES OF INC.

() AMENDMENT

() DISSOLUTION

() ANNUAL REPORT

() MERGER

() WITHDRAWAL

(X) QUALIFICATION

() LIMITED PARTNERSHIP () ANNUAL REPORT

() FICTITIOUS NAME

() LIMITED LIABILITY

() REINSTATEMENT

() TRADEMARK/SERVICE

() UCC-1

() UCC-3

PROVIDE US WITH:

() CERTIFIED COPY

() CERTIFICATE OF STATUS

(X) STAMPED COPY

99 FEB -3 AM 11:22

Examiner's Initials

RECEIVED

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: C.U. Acceptance Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Regan E. Kelly, Exec. Vice President and General Counsel

(Name of Person)

Onyx Acceptance Corporation

(Firm/Company)

27051 Towne Centre Drive

(Address)

Foothill Ranch, California 92610

(City/State/Zip)

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Should you need to call someone concerning this matter, please call:

Regan E. Kelly

(Name of Person)

at (949) 465-3900

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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. **C.U. Acceptance Corporation**

(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. **91-1833043**

(FEI number, if applicable)

4. **June 13, 1997**

(Date of Incorporation)

5. **Perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

6. **As soon as qualified**

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. **27051 Towne Centre Drive, 1st Floor**

Foothill Ranch, California 92610

(Current mailing address)

8. **Motor vehicle financing and related activities**

(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 acceptable)**

Name: **NRAI Services, Inc.**

Office Address: **526 E. Park Avenue**

Tallahassee

, Florida , 32301

(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.

Charles Baclet, VP

(Registered agent's signature)

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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NOT

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: SEE ATTACHED LIST

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHED LIST

Address: _____

Vice President: _____

Address: _____

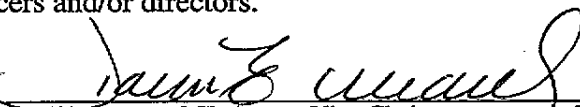
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Dallis E. Widick, President
(Typed or printed name and capacity of person signing application)

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**Directors and Officers List for
C.U. ACCEPTANCE CORPORATION**

Dallis E. Widick

President and Director

27051 Towne Centre Drive, 1st Floor
Foothill Ranch, CA 92610
(949) 465-3770

Eugene J. Shabinaw

Senior Vice President, Director

27051 Towne Centre Drive, 1st Floor
Foothill Ranch, CA 92610
(949) 465-3766

John W. Hall

Director

27051 Towne Centre Drive
Foothill Ranch, CA 92610
(949) 465-3503

Regan E. Kelly

Secretary and Director

27051 Towne Centre Drive
Foothill Ranch, CA 92610
(949) 465-3509

Don P. Duffy

Chief Financial Officer, Director

27051 Towne Centre Drive
Foothill Ranch, CA 92610
(949) 465-3505

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "C.U. ACCEPTANCE CORPORATION" 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 JANUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "C.U. ACCEPTANCE CORPORATION" WAS INCORPORATED ON THE THIRTEENTH DAY OF JUNE, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
CORPORATIONS
29 FEB - 8 PM 12:36



Edward J. Freel

Edward J. Freel, Secretary of State

2761923 8300

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AUTHENTICATION: 9549633

DATE: 01-29-99