

F990000000768

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Thor Credit 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:

Margaret A. Gandolfo	700002740187--9
(Name of Person)	-01/13/99--01075--001
Thor Credit Corporation	*****70.00 *****70.00
(Firm/Company)	w99-997
660 Newport Center Drive Suite 250	
(Address)	
Newport Beach, CA 92660	
(City/State/Zip)	

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

Margaret A. Gandolfo	at (949) 760-9450
(Name of Person)	(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 14, 1999

MARGARET A. GANDOLFO
THOR CREDIT CORPORATION
660 NEWPORT CENTER DR., STE 250
NEWPORT BEACH, CA 92660

SUBJECT: THOR CREDIT CORPORATION
Ref. Number: W99000000997

We have received your document for THOR CREDIT CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$5,865.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 399A00001844

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THOR CREDIT CORP

AFFIDAVIT

Thor Credit Corporation hereby certifies that we do not transact business in the state of Florida pursuant to section 607.1501 (f),(g) and (h) of the Florida Statutes. Therefore, erroneous information was submitted on our application.

Thor Credit Corporation is consumer finance lender of recreational vehicle products. We solicit and obtain applications from Florida recreational vehicle dealers through an employee of Thor Credit Corporation. We create debt by acquiring security interests in personal property (recreational vehicles) then bound our security interest in the property that is securing the debt.

Signed:
THOR CREDIT CORPORATION


Margaret A. Gandolfo
Vice President/Controller

2-5-99
Date

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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. Thor Credit 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 3. 33-0605204
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/11/94 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 6/94
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. _____

660 Newport Center Drive Suite 250 Newport Beach, CA 92660
(Current mailing address)

8. prurchase of consumer finance contracts from recreational vehicle dealers
(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: James Jeffrey McLeod

Office Address: 2141 Gillis Court

Maitland, Florida, 32751
(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.

James Jeffrey McLeod
(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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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: Roger T. Kirwan

Address: 660 Newport Center Drive
Newport Beach, CA 92660

Vice Chairman: _____

Address: _____

Director: Edward J. Arienti

Address: 660 Newport Center Drive
Newport Beach, CA 92660

Director: _____

Address: _____

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

President: Roger T. Kirwan

Address: 660 Newport Center Drive
Newport Beach, CA 92660

Vice President: Margaret A. Gandolfo

Address: 660 Newport Center Drive
Newport Beach, CA 92660

Secretary: Edward J. Arienti

Address: 660 Newport Center Drive
Newport Beach, CA 92660

Treasurer: Edward J. Arienti

Address: same as above

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. _____

Margaret A. Gandolfo Vice President/Controller

(Typed or printed name and capacity of person signing application)

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DIVISION OF REVENUE
TAX SERVICES

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 "THOR CREDIT 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 THIRTY-FIRST DAY OF DECEMBER, A.D. 1998.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE: 9498465

12-31-98