F99000004916

Florida Department of State
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REGISTERED AGENT CHANGE

MICHIGAN FIDELITY ACCEPTANCE CORPORATION

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B 12/23/05
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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Michigan ______ *in order to change its registered office or registered agent, or both, in the State of Florida.*

1. The name of the corporation: Michigan Fidelity Acceptance Corporation
2. The principal office address: 25800 NORTHWESTERN HIGHWAY STE 875 SOUTHFIELD MI 48075
3. The mailing address (if different): ______
4. Date of incorporation/qualification: 09/23/1999 Document number: F99000004916
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

LEXIS NEXIS DOCUMENT SOLUTIONS, INC.
1201 HAYS STREET
TALLAHASSEE FL 32301

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

C T Corporation System
c/o C T Corporation System, 1200 South Pine Island Road
(P.O. Box NOT acceptable)
Plantation, Florida 33324

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The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

By: [signature] (Signature of an officer or director) Jessica Eisele Secretary Under POA (Printed or typed name and title)

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 obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

[signature] (Signature of Registered Agent) 12/22/04 (Date)

If signing on behalf of an entity:

Brenda White c/o CT Corporation (Typed or Printed Name)

Brenda L. White
Asst. Secretary

*** * * FILING FEE: $35.00 * * ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2E045 (8/05)

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Howard Morof, the CFO of Michigan Fidelity Acceptance Corporation incorporated under the laws of Michigan, and of the affiliated entities shown on the list appended hereto (collectively the "Corporation") does hereby appoint Brenda White and Jessica Eisele as attorney-in-fact for the Corporation to act for the Corporation and in the name of the Corporation for the limited purposes authorized herein.

The Corporation, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's registered agent and registered office, or the agent and office of similar import, in any state except Michigan.

In the execution of any documents necessary for the purposes set forth herein, Brenda White and/or Jessica Eisele shall exercise the power of Vice President and/or Secretary.

This Power of Attorney expires one year from the date of execution or when revoked by the undersigned, whichever occurs first.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 20th day of December, 2005.

MICHIGAN FIDELITY ACCEPTANCE CORPORATION

Name: Howard Morof
Title: CFO

Subscribed and sworn to before me this 20th day of December, 2005.

Barbara A McClore
Notary Public

BARBARA A. McCLORE
NOTARY PUBLIC, Wayne County, MI
My Commission Expires 02/12/08
Acting in Oakland