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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

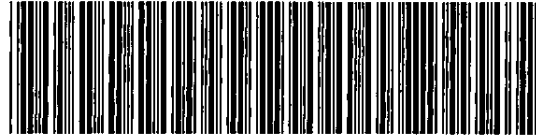
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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07 MAR - 8 AM 11:03

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McGLINCHEY STAFFORD PLLC

Jennifer Cacciatore
 Paralegal
 (504) 654-1232
 Fax: (504) 596-2800
 jcacciatore@mcglinchey.com
 www.mcglinchey.com

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March 6, 2007

VIA FEDERAL EXPRESS DELIVERY

State of Florida
 Registration
 Division of Corporations
 Clifton Building
 2661 Executive Center Circle
 Tallahassee, FL 32301

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Re: Inspire Auto Finance Company, LLC
 Application for Certificate of Authority of Foreign LLC
 Our Reference: 101538.0001

Dear Sir or Madam:


This firm represents Inspire Auto Finance Company, LLC ("Inspire") in licensing and compliance matters. On behalf of Inspire, please find enclosed the following documents:

1. 1 Original and 1 copy of the Application for Registration of a Foreign LLC;
2. Our firm's checks in the amount of \$125.00 representing the filing fee and the Designation of Registered Agent Fee and
3. Certified Certificate of Existence from the State of Texas.

Please acknowledge receipt of this letter and its enclosures by date-stamping the enclosed copy of this letter and returning same to me in the self-addressed stamped envelope.

Should you have any questions or require any additional information, please do not hesitate to contact me at 504-654-1232 or via email at jcacciatore@mcglinchey.com.

Yours truly,
McGlinchey Stafford, PLLC


 Jennifer Cacciatore
 Paralegal

/jc

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Inspire Auto Finance Company, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Tammy Arrigo
(Name of Person)
McGlinchey Stafford PLLC
(Firm/Company)
643 Magazine Street
(Address)
New Orleans, Louisiana 70130-3477
(City/State and Zip Code)

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For further information concerning this matter, please call:

Tammy C. Arrigo at (504) 596-2821
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
- \$160.00 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Inspire Auto Finance Company, LLC
(Name of Foreign Limited Liability Company)

2. Texas 3. 75-3228332
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 12/15/06 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 3300 Reagan Street
Dallas, TX 75219
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

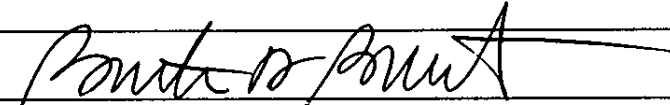
Burton D. Brillhart 3300 Reagan Street Dallas, TX 75219

Thomas R. Brower 3300 Reagan Street Dallas, TX 75219

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Purchasing Retail Installment

Contracts


Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

BURTON D. BRILLHART

Typed or printed name of signee

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Inspire Auto Finance Company, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Corporation Service Company

By: 

(Signature)

Jacqueline Casper
Assistant Vice President

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

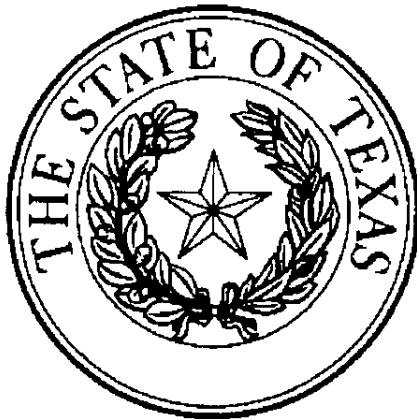
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

INSPIRE AUTO FINANCE COMPANY, LLC
File Number: Filing Number: 800746938

Certificate of Formation
Certificate of Amendment

December 15, 2006
January 26, 2007

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 27, 2007.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

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DIVISION OF CORPORATIONS
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