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FLORIDA/FOREIGN LIMITED LIABILITY CO

Ford Motor Credit Company, LLC

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA



May 2, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CT CORPORATION

SUBJECT: FORD MOTOR CREDIT COMPANY LLC
REF: W07000021013

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

FAX Aud. #: H07000119441
Letter Number: 207A00030548

P.O BOX 6327 - Tallahassee, Florida 32314

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

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

1. Ford Motor Credit Company LLC
(Name of Foreign Limited Liability Company)

2. Delaware 3. 38-1612444
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 5/1/2007 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

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

7. One American Road, MD 7440, Dearborn, MI 48126
(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:

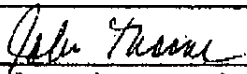
Michael E. Bannister, One American Road, MD 7440, Dearborn, MI 48126

Terry D. Chenault, One American Road, MD 7440, Dearborn, MI 48126

Peter J. Daniel, One American Road, MD 7440, Dearborn, MI 48126

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: Provides wholesale financing and capital loans to franchised Ford and non-Ford automotive dealers and purchases retail installment sale contracts and retail leases from them.


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.)

John T. Noone, Manager

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**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:

Ford Motor Credit Company LLC

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

C T Corporation System

(Name)

1200 South Pine Island Road

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

Plantation

FL 33324

City/State/Zip

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.

C T Corporation System

By: Connie Bryan

(Signature)

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

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TALLAHASSEE, FLORIDA

Exhibit A**Ford Motor Credit Company LLC
List of Directors and Officers****Directors/Managers**

Name	Address
Michael E. Bannister	One American Road, MD 7440, Dearborn, MI 48126
Terry D. Chenault	One American Road, MD 7440, Dearborn, MI 48126
Peter J. Daniels	One American Road, MD 7440, Dearborn, MI 48126
Kenneth R. Kent	One American Road, MD 7440, Dearborn, MI 48126
Donat R. Leclair	One American Road, MD 7440, Dearborn, MI 48126
John T. Noone	One American Road, MD 7440, Dearborn, MI 48126
Neil M. Schloss	One American Road, MD 7440, Dearborn, MI 48126

Officers

Name	Title	Address
Michael E. Bannister	Chairman of the Board & Chief Executive Officer	One American Road, MD 7440 Dearborn, MI 48126
Terry D. Chenault	Executive Vice President	One American Road, MD 7440 Dearborn, MI 48126
Timothy P. Hartmann	Executive Vice President	One American Road, MD 7440 Dearborn, MI 48126
Kenneth R. Kent	Executive Vice President, Chief Financial Officer & Treasurer	One American Road, MD 7440 Dearborn, MI 48126
David L. Korman	Executive Vice President & General Counsel	One American Road, MD 7440 Dearborn, MI 48126
Cecilia A. Michalik	Executive Vice President	One American Road, MD 7440 Dearborn, MI 48126

Officers - continued

Name	Title	Address
Mark F. Mueller	Executive Vice President	One American Road, MD 7440 Dearborn, MI 48126
John T. Noone	Executive Vice President	One American Road, MD 7440 Dearborn, MI 48126
Paul F. Nussbaum	Executive Vice President	One American Road, MD 7440 Dearborn, MI 48126
Stephen L. Retherford	Executive Vice President	One American Road, MD 7440 Dearborn, MI 48126
Alain Vandenplas	Executive Vice President	One American Road, MD 7440 Dearborn, MI 48126
Diane P. Dossin	Vice President	One American Road, MD 7440 Dearborn, MI 48126
Bernard B. Silverstone	Vice President	One American Road, MD 7440 Dearborn, MI 48126
Thomas C. Schneider	Vice President	One American Road, MD 7440 Dearborn, MI 48126
Neil M. Schloss	Vice President & Assistant Treasurer	One American Road, MD 7440 Dearborn, MI 48126
Scott R. Stewart	Vice President & Assistant Treasurer	One American Road, MD 7440 Dearborn, MI 48126
Susan J. Thomas	Secretary	One American Road, MD 7440 Dearborn, MI 48126
Deanna L. Dixon	Assistant Secretary	One American Road, MD 7440 Dearborn, MI 48126
Carl S. Good	Assistant Secretary	One American Road, MD 7440 Dearborn, MI 48126
C. Scott Jackson	Assistant Secretary	One American Road, MD 7440 Dearborn, MI 48126
Q. Gwynn Lam	Assistant Secretary	One American Road, MD 7440 Dearborn, MI 48126

Officers - continued

Name	Title	Address
Ann O. Lee	Assistant Secretary	One American Road, MD 7440 Dearborn, MI 48126
Corey M. MacGillivray	Assistant Secretary	One American Road, MD 7440 Dearborn, MI 48126
Stacy P. Thomas	Assistant Secretary	One American Road, MD 7440 Dearborn, MI 48126
Joseph P. Topolski	Assistant Secretary	One American Road, MD 7440 Dearborn, MI 48126
William G. Agne III	Assistant Treasurer	One American Road, MD 7440 Dearborn, MI 48126
David M. Brandi	Assistant Treasurer	One American Road, MD 7440 Dearborn, MI 48126
Kathleen M. Gallagher	Assistant Treasurer	One American Road, MD 7440 Dearborn, MI 48126
Daniel J. Gardetto	Assistant Treasurer	One American Road, MD 7440 Dearborn, MI 48126
Scott D. Krohn	Assistant Treasurer	One American Road, MD 7440 Dearborn, MI 48126
Dennis A. Tosh	Assistant Treasurer	One American Road, MD 7440 Dearborn, MI 48126
Freeman J. Wood	Assistant Treasurer	One American Road, MD 7440 Dearborn, MI 48126

Exhibit B

**Ford Motor Credit Company LLC
Business Activity Statement**

To provide wholesale financing and capital loans to franchised Ford and non-Ford automotive dealers and purchases retail installment sale contracts and retail leases from them.

Delaware

PAGE 1

The First State

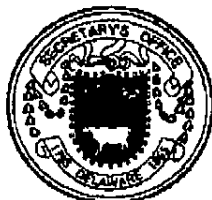
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FORD MOTOR CREDIT COMPANY LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MAY, A.D. 2007.

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

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

0541026 8300

070497869



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5636977

DATE: 05-01-07