

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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May 18 1998 8:00am  
Secretary of State

<b>PROFIT CORPORATION ANNUAL REPORT 1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P34809 (4)**  
1. Corporation Name  
**U.S. AUTO RECEIVABLES COMPANY**

Principal Place of Business  
**27777 FRANKLIN RD.  
SOUTHFIELD MI 48034-2337**

Mailing Address  
**1000 CHRYSLER DR.  
TAX AFFAIRS, CMS 485-12-30  
AUBURN HILLS MI 48326-2766  
US**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>07/22/1991</b>	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number <b>38-2997412</b>	Applied For <input type="checkbox"/> Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
23	Zip	28	Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324</b>		10. Name and Address of New Registered Agent	
		81	Name
		82	Street Address (P.O. Box Number is Not Acceptable)
		83	
		84	City
		85	Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature: Typed or printed name of registered agent and title, if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CD	1.1 TITLE	SCHEDULE
NAME	GILMAN, T.F.	1.2 NAME	ATTACHED
STREET ADDRESS	27777 FRANKLIN RD.	1.3 STREET ADDRESS	
CITY-ST-ZIP	SOUTHFIELD MI	1.4 CITY-ST-ZIP	
TITLE	PD	2.1 TITLE	PD
NAME	DAVIS, D.L.	2.2 NAME	R. L. FRANSON
STREET ADDRESS	27777 FRANKLIN RD.	2.3 STREET ADDRESS	SAME
CITY-ST-ZIP	SOUTHFIELD MI	2.4 CITY-ST-ZIP	
TITLE	VO	3.1 TITLE	
NAME	TARAVELLA, C A	3.2 NAME	
STREET ADDRESS	27777 FRANKLIN RD.	3.3 STREET ADDRESS	
CITY-ST-ZIP	SOUTHFIELD MI	3.4 CITY-ST-ZIP	
TITLE	VP	4.1 TITLE	
NAME	KICKHAM, M A	4.2 NAME	
STREET ADDRESS	27777 FRANKLIN RD.	4.3 STREET ADDRESS	
CITY-ST-ZIP	SOUTHFIELD MI	4.4 CITY-ST-ZIP	
TITLE	VPDT	5.1 TITLE	
NAME	CANTWELL, D M	5.2 NAME	
STREET ADDRESS	27777 FRANKLIN RD.	5.3 STREET ADDRESS	
CITY-ST-ZIP	SOUTHFIELD MI	5.4 CITY-ST-ZIP	
TITLE	S	6.1 TITLE	
NAME	HACKMAN, T.L.	6.2 NAME	
STREET ADDRESS	27777 FRANKLIN RD.	6.3 STREET ADDRESS	
CITY-ST-ZIP	SOUTHFIELD MI	6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

R. L. Francon  
Asst. Controller

4-23 - 98 348 512 3088

CR2E034 (10/97)

U.S. AUTO RECEIVABLES COMPANY  
(Delaware)

Date Elected  
or Appointed

Officers:	B. C. Babbish	Assistant Secretary	6-18-91
	D. M. Cantwell	Vice President and Treasurer	12-6-95
	R. L. Franson	President	1-01-98
	T. F. Gilman	Vice President and Controller	6-09-95
	T. L. Hackman	Secretary	1-01-96
	M. A. Kickham	Vice President	9-15-96
	P. H. Latham	Assistant Controller	6-18-91
	D. H. Olsen	Assistant Treasurer	6-10-93
	J. A. Sellgren	Vice President	3-26-92
C. A. Taravella	Vice President	1-6-97	

Directors:	D. M. Cantwell	6-18-91
	R. L. Franson	1-01-98
	M. A. Kickham	9-15-96
	J. A. Sellgren	3-26-92

Authorized  
Capital: 100 shares of common stock - par value \$1,000 per share.  
Fifty (50) shares have been issued and are outstanding.

Stockholder: Chrysler Financial Corporation.

Incorporated: June 18, 1991.

Authorized to  
do Business: The District of Columbia and all States.

Annual  
Meeting: First Tuesday in April.

Head Office: 27777 Franklin Road, Southfield, Michigan 48034.

Dated: 1-8-98