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Secretary of State

03-06-1999 90114 031 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # S96001

1. Corporation Name
WORLD OMNI DEALER FUNDING INC.



Principal Place of Business: 120 N.W. 12TH AVE. DEERFIELD BEACH FL 33442
 Mailing Address: 111 NW 12TH AVE DEERFIELD BEACH FL 33442 US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26	111 12th Avenue	11/22/1991	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22		27		65-0296366	
City & State		City & State		Applied For	
23		28		Not Applicable	
Zip	Country	Zip	Country	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
24	25	29	30	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
				8. This corporation owes the current year intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	

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

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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	T <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ALLEN, TUCKER A	1.2 NAME	
STREET ADDRESS	100 NW 12TH AVENUE	1.3 STREET ADDRESS	See attached list for complete list of Officers and Directors
CITY-ST-ZIP	DEERFIELD BEACH FL 33442	1.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MORAN, PATRICIA G	2.2 NAME	
STREET ADDRESS	100 N.W. 12TH AVE	2.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BEACH FL	2.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BROWN, COLIN	3.2 NAME	
STREET ADDRESS	100 N.W. 12TH AVE	3.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BEACH FL 33442	3.4 CITY-ST-ZIP	
TITLE	TV <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ALLEN, A. TUCKER	4.2 NAME	
STREET ADDRESS	100 N.W. 12TH AVE	4.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BEACH FL	4.4 CITY-ST-ZIP	
TITLE	S <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WHELAN, JOHN J	5.2 NAME	
STREET ADDRESS	100 N.W. 12TH AVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BEACH FL	5.4 CITY-ST-ZIP	
TITLE	D <input checked="" type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SMITH, DARYL P	6.2 NAME	
STREET ADDRESS	100 NW 12TH AVE	6.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BCH FL 33442	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, with all other like empowered.

SIGNATURE: *John J. Whelan* John J. Whelan, Secretary 2-9-99 954-429-2010
Signature and typed or printed name of signing officer or director Date Daytime Phone #

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OFFICERS AND DIRECTORS WITH BUSINESS ADDRESS

World Omni Dealer Funding, Inc.

Name	Title	Business
A. Tucker Allen	Treasurer	100 NW 12th Avenue Deerfield Beach, FL 33442
Jon A. Brilliant	Assistant Secretary	111 NW 12th Avenue Deerfield Beach, FL 33442
Alan J. Browdy	Vice President	100 NW 12th Avenue Deerfield Beach, FL 33442
Colin W. Brown, Esq.	Director	100 NW 12th Avenue Deerfield Beach, FL 33442
Frani B. DeJaco	Vice President & General Counsel	
Arthur J. Mirandi, Jr.	Assistant Treasurer	100 NW 12th Avenue Deerfield Beach, FL 33442
Patricia G. Moran	Director	100 NW 12th Avenue Deerfield Beach, FL 33442
Patrick C. Ossenbeck	Assistant Treasurer	100 NW 12th Avenue Deerfield Beach, FL 33442
Richard P. Restivo	Assistant Secretary	12755 Olive Blvd., Suite 200 St. Louis, MO 63141
Jeffrey B. Shapiro, Esq.	Director	Herzfeld & Rubin 801 Brickell Avenue, Suite 1501 Miami, FL 33131
Brick A. Toifel	Assistant Secretary	6150 Omni Park Drive Mobile, AL 36609
Christopher C. Wheeler, Esq.	Director	Proskauer Rose Goetz & Mendelsohn LLP 2255 Glades Road, Suite 340 West Boca Raton, FL 33431
John J. Whelan	Secretary	100 NW 12th Avenue Deerfield Beach, FL 33442