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LIMITED PARTNERSHIP AMENDMENT

WORLD OMNI AUTO LEASING L.P.

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**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF
WORLD OMNI AUTO LEASING L.P.**

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

This registration application is amended as follows:

General Partner: World Omni Auto Leasing LLC
100 NW 12th Avenue,
Deerfield Beach, Florida 33442

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General Partner: World Omni Auto Leasing LLC
By: World Omni Financial Corp., its sole member

By: *John J. Whelan*
John J. Whelan, Secretary

State of Florida
County of Broward

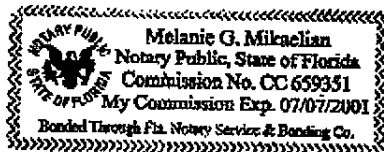
On this 17th day of DECEMBER, 1998 John J. Whelan personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

Melanie G. Mikaelian
Notary Public Signature

MELANIE G. MIKAE LIAN
Notary's Printed Name

Seal



My Commission Expires:

Melanie Mikaelian
100 NW 12th Avenue
Deerfield Beach, FL 33442