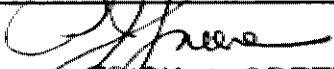


No. C 41273	Annual Report Form 1998 Due No Later Than November 30,		2. Registered Agent and Office NOT A P.O. BOX
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE *	1 Mailing Address - Please Correct, If Not Correct ASSOCIATES LEASING, INC. C/O CORP TAX DEPT. 250 CARPENTER FREEWAY IRVING TX 75062		PRENTICE-HALL CORP SYSTE 200 N 23RD ST BOISE ID 83702
			3. Organized Under the Laws of: IN C 41273

4. Corporations: Enter Names and Business Addresses of **President, Secretary and Directors**
 Limited Liability Companies: Enter Names and Addresses of ☐ **Managers** or ☐ **Members** (check one)

Office held Name Street or P.O. Address City State Zip

SEE ATTACHED

5. Signature of New Registered Agent	6.	
	Signature  PATRICK J. GREENE Name (Typed or Printed) ASST VICE PRESIDENT ASST SECRETARY	Date 7/23/98 Title

ISSUED: 07-03-1998

4332

↓ DO NOT TAPE OR STAPLE ↓

UNITED STATES AUTO CLUB, MOTORING DIVISION, INC.
FBI: 35-1142032

Primary Address:
250 Carpenter Freeway
Irving, TX 75062

DIRECTORS

Joseph A. Benedetto

250 Carpenter Freeway
Irving, TX 75062

Harold D. Marshall

250 Carpenter Freeway
Irving, TX 75062

Joseph N. Scarpinato

250 Carpenter Freeway
Irving, TX 75062

OFFICERS

Joseph A. Benedetto
President

250 Carpenter Freeway
Irving, TX 75062

John F. Hughes
Ex.VP & Treasurer

250 Carpenter Freeway
Irving, TX 75062

Timothy M. Hayes
Secretary

250 Carpenter Freeway
Irving, TX 75062

Patrick J. Greene
Asst. VP & Asst. Sec

250 Carpenter Freeway
Irving, TX 75062