

State of Idaho

Office of the Secretary of State

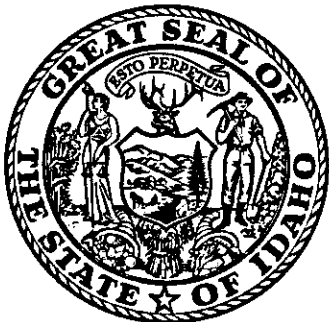
**CERTIFICATE OF AUTHORITY
OF
DEALER PERFORMANCE, INC.**

File Number C 167571

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 26 June 2006



Ben Yursa

SECRETARY OF STATE

By

Cynthia L.

202



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

06 JUN 26 PM 12:30

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:

Dealer Performance, Inc.

2. The name which it shall use in Idaho is:
- Dealer Performance, Inc.

3. It is incorporated under the laws of:
- Texas

4. Its date of incorporation is:
- August 1, 1979

5. The address of its principal office is:

1345 River Bend Drive, Dallas, Texas 75247

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is:
- 1401 Shoreline Drive, Suite 2, Boise, Idaho 83702

and its registered agent in Idaho at that address is: Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached officers/directors rider	rider	

Dated: June 21, 2006Signature: Jennifer L. KraftTyped Name: Jennifer L. KraftCapacity: Vice President

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

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Rev/rev 07/2002

IDAHO SECRETARY OF STATE
06/26/2006 05:00
CK: NONE CT: 1157 BH: 961935
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C/67571

Attachment
Application for Certificate of Authority of a Foreign Corporation
to Transact Business in Idaho

Directors / Officers List
Dealer Performance, Inc.

NAME	TITLE	ADDRESS
Michael D. Barton	Director, Vice President and Treasurer	1345 River Bend Drive Dallas, TX 75247
Douglas W. Caudill	Director and Assistant Secretary	1345 River Bend Drive Dallas, TX 75247
James H. Newman	Director and President	1345 River Bend Drive Dallas, TX 75247
Jennifer L. Kraft	Secretary - Law Vice President	200 E. Randolph Street Chicago, IL 60601
Richard E. Barry	Vice President & Assistant Secretary - Law	200 E. Randolph Street Chicago, IL 60601
Harold LeVaughn Hooks, Jr.	Vice President - Taxes	200 E. Randolph Street Chicago, IL 60601
Richard L. Vodziak	Assistant Vice President - Taxes	200 E. Randolph Street Chicago, IL 60601

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



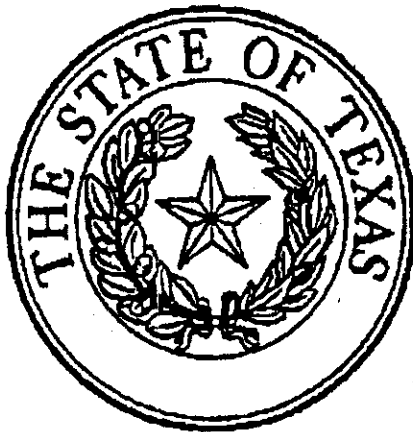
Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for DEALER PERFORMANCE, INC. (filing number: 48458900), a Domestic For-Profit Corporation, was filed in this office on August 01, 1979.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on June 23, 2006.



A handwritten signature in cursive script that reads "Roger Williams".

Roger Williams
Secretary of State