

State of Idaho

Office of the Secretary of State

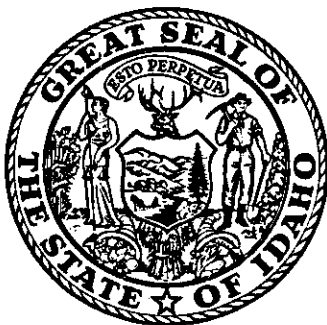
**CERTIFICATE OF AUTHORITY
OF
OLD REPUBLIC FINANCIAL ACCEPTANCE CORPORATION**

File Number C 168256

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: August 4, 2006



Ben Yursa

SECRETARY OF STATE

By

Cynthia H.

FILED EFFECTIVE



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2006 AUG -4 PM 12:48
SECRETARY OF STATE
STATE OF IDAHO

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

- The name of the corporation is:
Old Republic Financial Acceptance Corporation
- The name which it shall use in Idaho is: same as above
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 2/19/1985
- The address of its principal office is:
307 N. Michigan Avenue Chicago, IL 60601
- The address to which correspondence should be addressed, if different from item 5, is:
same as above
- The street address of its registered office in Idaho is: Boise, 1401 Shoreline Dr. Ste. 2 ID 83702
and its registered agent in Idaho at that address is: Corporation Service Company
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Leonard S. Milazzo</u>	<u>President</u>	<u>307 N. Michigan Ave. Chicago</u>
	<u>Director</u>	<u>IL 60601</u>
<u>Carl H. Brauer</u>	<u>Vice President</u>	<u>307 N. Michigan Ave. Chicago</u>
	<u>Treasurer</u>	<u>IL 60601</u>
	<u>Director</u>	
<u>Andrea Scott</u>	<u>Vice President</u>	<u>307 N. Michigan Ave. Chicago</u>
	<u>Secretary</u>	<u>IL 60601</u>

Dated: 8/3/2006

Signature: [Signature]

Typed Name: Andrea Scott

Capacity: Vice President/Secretary

[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

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Revised 06/2005

IDAHO SECRETARY OF STATE LW
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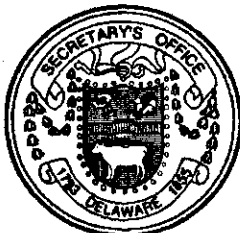
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OLD REPUBLIC FINANCIAL ACCEPTANCE CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF JULY, A.D. 2006.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4933173

DATE: 07-27-06