

State of Idaho

Department of State

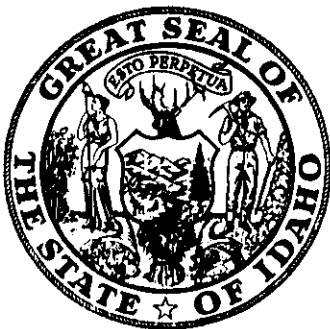
CERTIFICATE OF AUTHORITY OF

AUTO ONE ACCEPTANCE CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of AUTO ONE ACCEPTANCE CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to AUTO ONE ACCEPTANCE CORPORATON to transact business in this State under the name AUTO ONE ACCEPTANCE CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated: January 4, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

JAN 4 12 10 PM '93

SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Auto One Acceptance Corporation
2. The name which it shall use in Idaho is Auto One Acceptance Corporation
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of Texas
4. The date of its incorporation is November 30, 1988 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 5025 Arapaho Rd., Suite 101, Dallas, TX 75001-0426
6. The address to which correspondence should be addressed, if different from that in Item 5. 5025 Arapaho Rd., Suite 101, Dallas, TX 75001-0426
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT Corporation System
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
To transact any and all lawful business to include the purchase of retail installment sales contracts from auto dealers.

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAH0 SECRETARY OF STATE

19930104 0900 42336 2
CK #: 6200 CUST# 1
CORPORATIO 10 60.00= 64.00

:

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

Name	Office	Address
Millard E. Morris	Director	1807 Hwy. 190 West, DeRidder, LA 70634
Mark R. Anderson	Director	1807 Hwy. 190 West, DeRidder, LA 70634
James W. Bass	Director/President	5025 Arapaho Rd., Ste. 101, Dallas, TX 75001-0426
William Priakos	Vice President	5025 Arapaho Rd., Suite 101, Dallas, TX 75001-0426
Charles R. McElroy	Vice President	5025 Arapaho Rd., Suite 101, Dallas, TX 75001-0426
Nils Wirstrom	Vice President	5025 Arapaho Rd., Suite 101, Dallas, TX 75001-0426
Arthur L. Hunt	Secretary	1807 Hwy. 190 West, DeRidder, LA 70634
Paula Freel	Asst. Sec.	5025 Arapaho Rd., Suite 101, Dallas, TX 75001-0426
John R. Buck	Treasurer	5025 Arapaho Rd., Suite 101, Dallas, TX 75001-0426

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

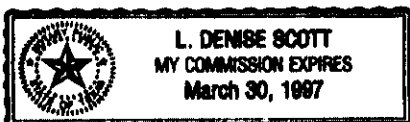
Dated: 12-31-92

By James W. Bass (Corporation name)
 its President/Vice President (please specify)
 and Paula Freel
 its Secretary/Assistant Secretary (please specify)

STATE OF Texas)
 COUNTY OF Dallas) ss:

I, L. Denise Scott, a notary public, do hereby certify that on
 this 31st day of December, 19 92, personally appeared before
 me James W. Bass, who being by me first duly sworn, declared that (s)he
 is the President of Auto One Acceptance
Corp.

that (s)he signed the foregoing documents as President of the corporation and that
 the statements therein contained are true.



L. Denise Scott
 Notary Public



JAN 4 12 17 PM '93
SECRETARY OF STATE

The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

AUTO ONE ACCEPTANCE CORPORATION

were filed in this office and a certificate of incorporation was issued on

NOVEMBER 30, 1988;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.



IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be im-
pressed hereon the Seal of State at my office in
the City of Austin, this

3RD day of DECEMBER, A.D. 19 92

John Hannah Jr.
Secretary of State

JA