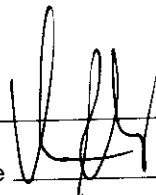


<b>No. C 39960</b>  Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF RECEIVED BY DUE DATE</b>	<b>Due no later than Sep 30, 2001 Annual Report Form</b>  <b>1. Mailing Address - Correct in this box, if applicable</b>  UNITED STATES AUTO CLUB, MOTORING D CORP TAX DEPT. 250 CARPENTER FREEWAY  IRVING, TX 75062	<b>2. Registered Agent and Office NO PO BOX</b>  CT CORPORATION SYSTEM 300 N 6TH ST  BOISE, ID 83702  <b>3. New Registered Agent Signature</b>
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**4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.**

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
DIRECTOR	STALEY J. CASH	250 Carpenter Freeway	Irving	TX	75062
DIRECTOR	TIMOTHY A. DALY	"	"		
DIRECTOR	ALAN B. NEWMAN	"	"		
PRESIDENT	STALEY J. CASH	"	"		
ASST. SEC	VANEESA R. MCCRARY				

<b>5. Organized Under the Laws of:</b>  INDIANA C 39960	<b>6.</b> <div style="text-align: center;">         Signature _____ Date <u>7/12/01</u> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div>           Name <small>(Typed or Printed)</small> <u>Vaneesa R. McCrary</u>  <u>Ass't Vice President</u>  <u>&amp; Ass't Secretary</u> </div> <div>           Title _____         </div> </div>
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