

# State of Idaho

## Department of State

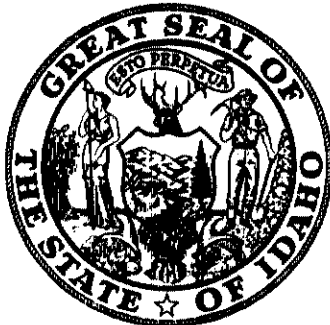
### CERTIFICATE OF AUTHORITY OF

AEGIS ACCEPTANCE CORP.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of AEGIS ACCEPTANCE CORP. 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 AEGIS ACCEPTANCE CORP. to transact business in this State under the name AEGIS ACCEPTANCE CORP. and attach hereto a duplicate original of the Application for such Certificate.

Dated: November 3, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE  
By *[Signature]*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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:

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 SECRETARY OF STATE  
 11/11/93

1. The name of the corporation is Aegis Acceptance Corp.
  
2. The name which it shall use in Idaho is Aegis Acceptance Corp.
  

(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 Delaware
4. The date of its incorporation is December 31, 1992 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 15 North Street, Dover, DE 19901
6. The address to which correspondence should be addressed, if different from that in item 5. 33 Whitehall Street, 27th Floor, New York, NY 10004-2112
7. The street address of its proposed registered office in Idaho is 2219 North Curtis Road  
Boise, Idaho 83706, and the name of its proposed registered agent in Idaho at that address is National Corporate Research, Ltd.
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
To purchase automobiles and enter into lease financing  
agreements related thereto.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Angelo R. Appierto</u>	<u>President</u>	<u>249 89th Street, Brooklyn, NY 11209</u>
<u>Joseph F. Battiato</u>	<u>Vice President</u>	<u>125 Johanna Lane, Staten Island,</u> <u>NY 10309</u>
<u>Dina L. Penepent</u>	<u>Vice President,</u> <u>Secretary and</u> <u>Treasurer</u>	<u>9511 Shore Road, Brooklyn, NY 11209</u>

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Name

Office

Address

Name	Office	Address

- 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: October 28, 1993

Aegis Acceptance Corp.

(Corporation Name)

By Joseph L. Ballhat  
Its ~~President~~ Vice President (please specify)

and Jim Wall  
Its Secretary/ ~~Assistant Secretary~~ (please specify)

STATE OF NEW YORK )

COUNTY OF NEW YORK ) ss:

I, DIANA NAMKOONG, a notary public, do hereby certify that on this 28<sup>th</sup> day of October, 19 93, personally appeared before me JILLIAN WALLACH, who being by me first duly sworn, declared that (s)he is the ASST. SECRETARY of Aegis

that (s)he signed the foregoing document as ASSIST. SECRETARY of the corporation and that the statements therein contained are true.

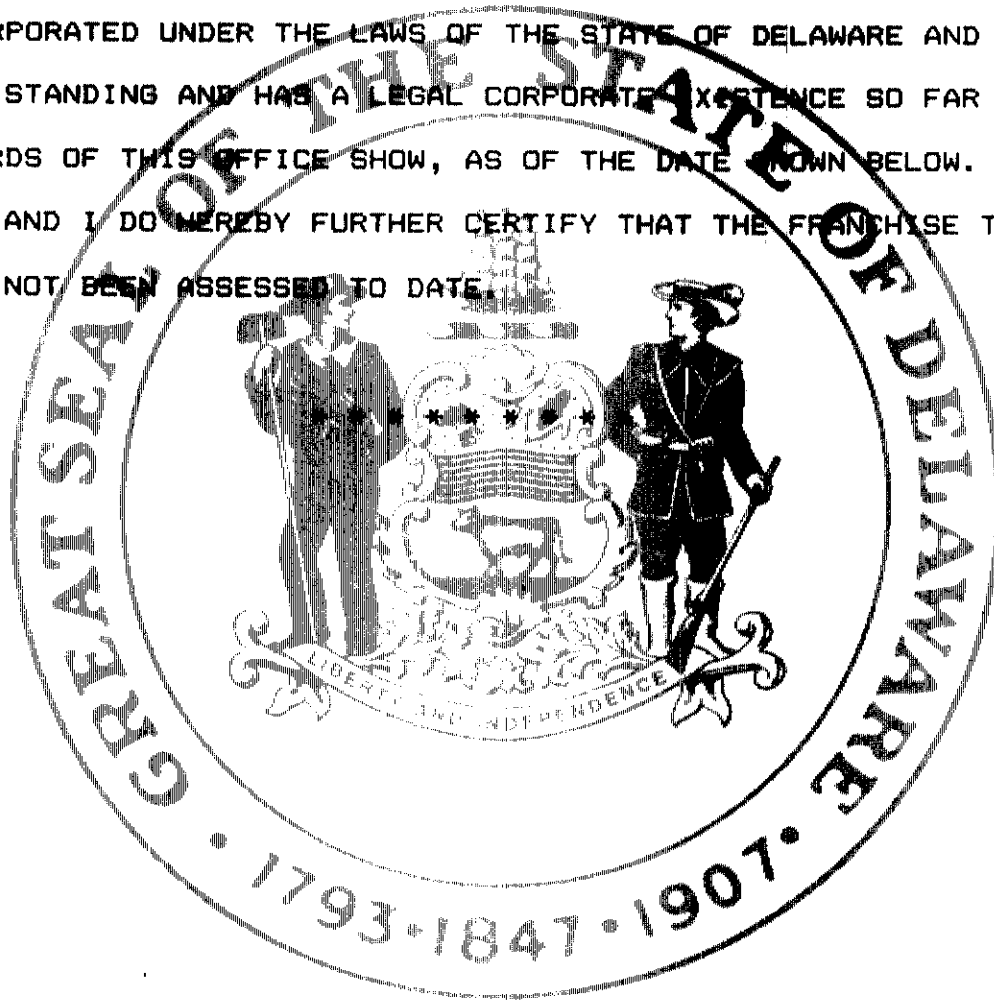
**DIANA H. NAMKOONG**  
 Notary Public, State of New York  
 No. 31-5011173  
 Qualified in New York County  
 Commission Expires April 12, 1995

Diana Namkoong  
 Notary Public

Office of the Secretary of State

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY AEGIS ACCEPTANCE CORP. 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 DATE SHOWN BELOW.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*William T. Quillen*

William T. Quillen, Secretary of State

AUTHENTICATION:

DATE: \*4125942

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11/01/1993