

State of Idaho

Office of the Secretary of State

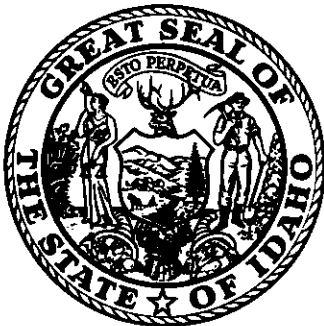
**CERTIFICATE OF AUTHORITY
OF
GM-DI LEASING LLC**

File Number W 122823

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 Uniform Limited Liability 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: March 6, 2013



Ben Yursa

SECRETARY OF STATE

By *Shirley Bestman*

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APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

2013 MAR -6 AM 11:10

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

GM-DI Leasing LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: Delaware

4. The name and complete street address of the registered agent in Idaho is:

Corporation Service Company12550 W. Explorer Drive, Suite 100, Boise, ID 83713

5. The street and mailing address of the limited liability company's principal office is:

300 Renaissance Center, Detroit, MI 48265Street AddressMailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

c/o Corporation Trust Company, 1209 Orange St., Wilmington, DE 19801Street AddressMailing Address, if different

7. The name and mailing address of at least one member or manager:

General Motors LLC300 Renaissance Center, Detroit, MI 48265

8. The mailing address for future correspondence:

300 Renaissance Center, Detroit, MI 48265

9. Signature of a manager, member or authorized person.

SignatureTia Y. Turk, Authorized PersonTyped Name

Secretary of State use only

IDAHO SECRETARY OF STATE
03/06/2013 05:00
CK: 1311506 CT: 172099 BH: 1363105
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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GM-DI LEASING LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF MARCH, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GM-DI LEASING LLC" WAS FORMED ON THE SECOND DAY OF AUGUST, A.D. 1968.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

0683826 8300

130280464

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0261860

DATE: 03-06-13