

State of Idaho

Department of State

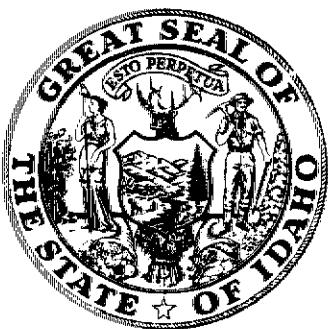
CERTIFICATE OF AUTHORITY OF

FORD MOTOR SERVICE COMPANY
File number C 120870

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

Dated: September 15, 1997



Pete T. Cenarrusa
Pete T. Cenarrusa
SECRETARY OF STATE
By *Terry J. Clark*

**Appendix to Idaho
Application for Certificate of Authority**

**Directors and Officers of
FORD MOTOR SERVICE COMPANY**

1. William Connelly, Chief Executive Officer and Director
The American Road
Dearborn, Michigan 48121
2. Harold W. Farrington, President and Director
The American Road
Dearborn, Michigan 48121
3. James F. Norris, Vice President and Director
The American Road
Dearborn, Michigan 48121
4. Dennis Ross, Vice President-Tax Affairs
The American Road
Dearborn, Michigan 48121
5. Elizabeth S. Action, Treasurer
The American Road
Dearborn, Michigan 48121
6. Jan A. Bertsch, Assistant Treasurer
The American Road
Dearborn, Michigan 48121
7. Thomas J. DeZure, Secretary
The American Road
Dearborn, Michigan 48121
8. Peter J. Sherry, Jr., Assistant Secretary
The American Road
Dearborn, Michigan 48121
9. Paul Swan, Assistant Secretary-Tax Affairs
The American Road
Dearborn, Michigan 48121
10. Geri Opera, Director
The American Road
Dearborn, Michigan 48121
11. Bradley Wilcosh, Director
The American Road
Dearborn, Michigan 48121
12. Peter P. Trapp, Director
The American Road
Dearborn, Michigan 48121

CONSENT TO USE OF NAME

FORD MOTOR COMPANY, a corporation organized under the laws of the State of Delaware, hereby consents to the organization-qualification of Ford Motor Services Company in the state of Idaho.

IN WITNESS WHEREOF, the said FORD MOTOR COMPANY has caused this consent to be executed by its Secretary as of this ninth day of September, 1997.

FORD MOTOR COMPANY

By 
John M. Rinatamici
Secretary



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

FORD MOTOR SERVICE COMPANY

*was incorporated on July 15, 1997, as a Michigan profit corporation,
and said corporation is in existence under the laws of this State.*

*This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.*

*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 11th day
of September, 1997.*

Julie Croll

Director

Corporation, Securities and Land Development Bureau