

State of Idaho

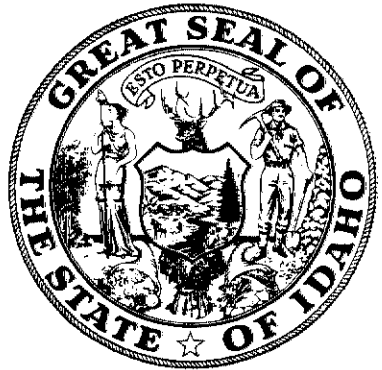
Department of State

CERTIFICATE OF AUTHORITY OF STATE ACCEPTANCE CORPORATION

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

Dated September 28, 1987



Pete T. Cenarrusa
SECRETARY OF STATE

Jada Mautney
Corporation Clerk

07 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 statement:

1. The name of the corporation is STATE ACCEPTANCE CORPORATION

2. The name which it shall use in Idaho is STATE ACCEP TANCE 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 TENNESSEE

4. The date of its incorporation is January 12, 1987 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 Bypass Road, Ashland City, Tennessee, 37015

6. The address to which correspondence should be addressed, if different from that in item 5.

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 C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: To engage in buying, selling, and leasing property; in any lawful act or activity.

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

Name	Office	Address
John R. Lindahl	Chairman & Director	Bypass Rd., Ashland City, TN 37015
Herbert W. Lindahl	President & Director	Bypass Rd., Ashland City, TN 37015
Joseph V. Lanier	Vice-Pres. & Treas.	Bypass Rd., Ashland City, TN 37015
Hilda H. Wilsdorf	Secretary	Bypass Rd., Ashland City, TN 37015

(continued on reverse)

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: _____, 1987

STATE ACCEPTANCE CORPORATION

(Corporation Name)

JL X By Joseph V. Lanier
Its President/ Vice President (please specify)

HW and Thia S. Stilsdorf
Its Secretary/ Assistant Secretary (please specify)

STATE OF TENNESSEE)

) ss:

COUNTY OF CHEATHAM)

I, Phyllis Dunlap, a notary public, do hereby certify that on this 8th day of July, 19 87, personally appeared before me Joseph V. Lanier, who being by me first duly sworn, declared that (s)he is the Vice-President of STATE ACCEPTANCE CORPORATION

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

Phyllis Dunlap
Notary Public 6/17/88

State of Tennessee



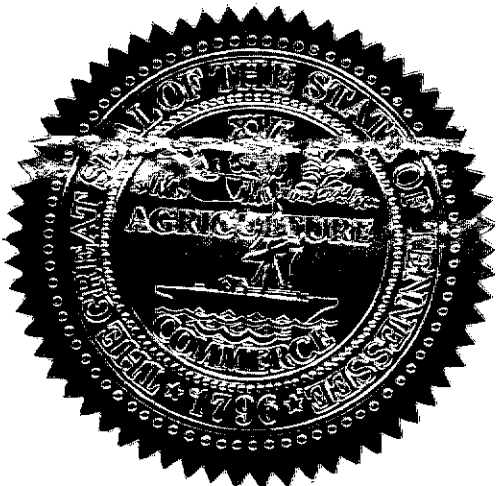
Department of State

To All Whom These Presents Shall Come, Greeting:

I, Gentry Crowell, Secretary of State of the State of Tennessee, do hereby certify that

STATE ACCEPTANCE CORPORATION

was incorporated under the laws of the State of Tennessee on January 12, 1987, and that the corporation is in good standing with this office, having made all reports and paid all fees and taxes due to date.



In Witness Whereof, I have hereto affixed my signature and the Great Seal of the State, at Nashville, this 19th day of August in the year of our Lord nineteen hundred eighty-seven.

Gentry Crowell
Secretary of State
by Carolee Frazier