

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF**

NISSAN MOTOR ACCEPTANCE CORPORATION

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-6-13 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of
California, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is NISSAN MOTOR ACCEPTANCE CORPORATION

SECOND: The address of its present registered office is 123 DYER STREET
PROVIDENCE, RI 02903

THIRD: The address to which its registered office is to be changed is
C/O The Prentice-Hall Corporation System, Inc.
Suite 900, 170 Westminster Street, Providence, RI 02903

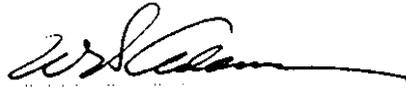
FOURTH: The name of its present registered agent is CT CORPORATION
SYSTEM

FIFTH: The name of its successor registered agent is
The Prentice-Hall Corporation System, Inc.

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated Oct. 27, 1992


By WALTER H. ADAMS
Its VICE President

STATE OF California }
COUNTY OF Los Angeles } Sc.

At Torrance, California in said county on this 27th day
of October, 1992, personally appeared before me
Walter H. Adams, who, being by me first duly sworn, declared that he
is the Vice President of Nissan Motor Acceptance Corp.
that he signed the foregoing document as Vice President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public



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Rec'd & Filed OCT 29 1992

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