

Filing Fee: \$150.00

License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 109348



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is VW Credit Leasing, Ltd. *4c 25945 OK consent attached*
2. It is incorporated under the laws of Delaware
3. The name which it elects to use in Rhode Island is VW Credit Leasing, Ltd.

(If the corporation does not contain the word "corporation," "company," "incorporated," or "limited" or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

4. The date of its incorporation is June 2, 1999 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 1209 Orange Street, Wilmington, Delaware 19801
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street (Street)
Providence, RI 02903 and the name of its proposed registered agent in
(City/Town) (Zip Code)
Rhode Island at that address is CT Corporation System
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
This entity is a business trust. This business trust will serve as the nominee holder of legal title to vehicles and related leases,
and activities in connection therewith.
8. The names and respective addresses of the directors and officers are:

Name	Address
Director <u>There are no Directors and Officers since</u>	<u>this entity is a business trust. Please see attached Addendum for</u>
Director <u>a list of Trustees.</u>	
President	
Vice President	
Secretary	
Treasurer	

FILED

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By 25945

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
Not applicable since this	entity is a	business trust.	

10. The aggregate number of its issued shares, itemized by classes, par value shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
Not applicable since this	entity is a	business trust.	

11. An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located N/A; and an estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year N/A.

12. An estimate of the value of all property to be owned by it for the following year, wherever located is \$ N/A

13. An estimate of the value of its property to be located within Rhode Island during the following year is \$ N/A

14. An estimate of the gross amount of business to be transacted by it during the following year is \$ N/A

15. An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during the following year is \$ N/A.

16. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated OCTOBER 19, 19 99

VW Credit Leasing, Ltd.

(Exact Corporate Name of Corporation Making Application)

By [Signature]
☐ President or ☐ Vice President (check one)
CFO of Services

AND
By [Signature]
☒ Secretary or ☐ Assistant Secretary (check one)
VW Credit, Inc.
AS Secretary

STATE OF Michigan
COUNTY OF Oakland

In Auburn Hills, on this 19th day of October, 19 99, personally appeared before me Winfang Rasper, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.

[Signature]
Notary Public

My Commission Expires:

LINDA M. SCIPIONE

Notary Public, Oakland County, MI
My Commission Expires Aug 3, 2002

ADDENDUM

Trustees of VW Credit Leasing, Ltd.

1. Wilmington Trust Company
1100 North Market Street
Wilmington, Delaware 19890
2. U.S. Bank Trust National Association
111 East Wacker Drive - Suite 3000
Chicago, Illinois 60601

Servicer of VW Credit Leasing, Ltd.

1. VW Credit, Inc.
3800 Hamlin Road
Auburn Hills, Michigan 48326

CONSENT TO USE OF NAME

VW Credit, Inc.,

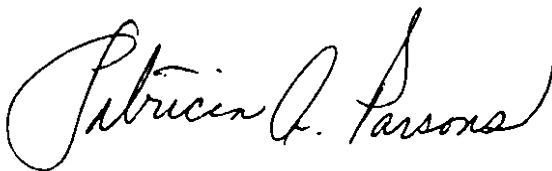
a corporation organized under the laws of the State of Delaware, hereby consents to
the qualification of

VW Credit Leasing, Ltd.

in the State of Rhode Island.


IN WITNESS WHEREOF, the said VW Credit, Inc. has caused this consent to be
executed by its Secretary, Allen ^{C.} Strang, and by its ^{Treasurer} ~~Chief Financial Officer~~,

~~Wolfgang Rasper~~, this 19th day of November, 1999.
Frank Witter




PATRICIA A. PARSONS
Notary Public, Macomb County, MI
My Commission Expires Mar. 9, 2002

VW Credit, Inc.

By: 
Allen J. Strang
Secretary

VW Credit, Inc.

By: 
~~Wolfgang Rasper~~
~~Chief Financial Officer~~
Frank Witter
Treasurer

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF BUSINESS TRUST REGISTRATION OF "VW CREDIT LEASING, LTD." FILED IN THIS OFFICE ON THE SECOND DAY OF JUNE, A.D. 1999, AT 8:30 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0054691

DATE:

10-29-99