

Filing fee. \$150.00  
License fee. \$15.00 minimum  
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations  
OFFICE OF THE SECRETARY OF STATE  
CORPORATIONS DIVISION

Fed Tax ID: 75-2439688

Corp. ID #

80262

APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF

AmeriCredit Financial Services, Inc.

To the Secretary of State  
of the State of Rhode Island

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:

FIRST: The name of the corporation is AmeriCredit Financial Services, Inc.

SECOND: The name which it elects to use in Rhode Island is same

(If the name of 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;)

THIRD: It is incorporated under the laws of Delaware

FOURTH: The date of its incorporation is July 22, 1992 and the period of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 32 Loockerman Square, Suite L-100, Dover, Delaware 19901

SIXTH: The address of its proposed registered office in Rhode Island is Suite 900, 170 Westminster Street, Providence 02903 and the name of its proposed registered agent in Rhode Island at that address is The Prentice-Hall Corporation System, Inc.

By: *[Signature]*  
The Prentice-Hall Corporation System, Inc.

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are the purchase of motor vehicle retail installment contracts from motor vehicle dealers and the collection of payments on such contracts, and all other lawful purposes.

FILED

JUN 30 1994

By: *[Signature]* 14/25721

EIGHTH: The names and respective addresses of its directors and officers are:

| <u>Name</u>              | <u>Office</u>  | <u>Address</u> |
|--------------------------|----------------|----------------|
| PLEASE SEE ATTACHED LIST | Director       |                |
|                          | Director       |                |
|                          | Director       |                |
|                          | President      |                |
|                          | Vice President |                |
|                          | Secretary      |                |
|                          | Treasurer      |                |

NINTH: 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 per Share or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---------------------------------------------------------------------------|
| 1,000                   | Common       | N/A           | \$0.01                                                                    |

TENTH: The aggregate number of its issued shares, 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 per Share or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---------------------------------------------------------------------------|
| 100                     | Common       | N/A           | \$0.01                                                                    |

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 60,000,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 1,000,000

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 60,000,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 1,000,000

FIFTEENTH: This Application is accompanied by a copy 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.

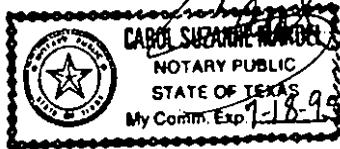
Dated June 24, 19 94 AmeriCredit Financial Services, Inc.  
[Exact Corporate Name of Corporation Making Application]

By Michael R. Barrington  
President  
and Chris A. Choate  
Secretary

STATE OF TEXAS }  
COUNTY OF TARRANT } Sc.

At 1:00 p.m. in said County on the 24th day  
of June 19 94, before me personally appeared Michael  
R. Barrington and Chris A. Choate, who being by me first duly sworn, declared that  
they are the President and Secretary, respectively, of AmeriCredit Financial Services, Inc.  
that they signed the foregoing document as such President and Secretary, respectively, of the  
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)



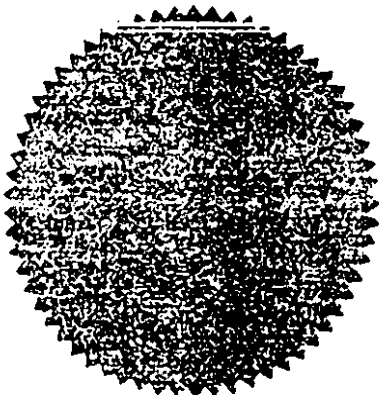
STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF AUTHORITY  
OF

I, \_\_\_\_\_ Secretary of State of the  
State of Rhode Island hereby certify that duplicate originals of an Application of  
\_\_\_\_\_ for a Certificate of Authority to transact business in this State, duly signed and verified  
pursuant to the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, have  
been received in this office and are found to conform to law, and that the foregoing is a  
duplicate original of the Application for such Certificate.

Witness my hand and the seal of the State  
of Rhode Island this \_\_\_\_\_ day of  
19 \_\_\_\_\_

Secretary of State



**NAME AND TITLE**

**SOCIAL SECURITY NO.**

**BUSINESS ADDRESS  
and PHONE #**

|                                                                                   |             |                                                                  |
|-----------------------------------------------------------------------------------|-------------|------------------------------------------------------------------|
| * Clifton H. Morris, Jr.<br>Chairman of the Board and<br>Chief Executive Officer  | 454-48-1198 | 200 Bailey Avenue<br>Fort Worth, TX 76107-1220<br>(817) 332-7000 |
| * Michael R. Barrington<br>President and Chief<br>Operating Officer               | 444-62-2904 | 200 Bailey Avenue<br>Fort Worth, TX 76107-1220<br>(817) 332-7000 |
| * Daniel E. Berce<br>Vice President - Chief<br>Financial Officer and<br>Treasurer | 395-60-6006 | 200 Bailey Avenue<br>Fort Worth, TX 76107-1220<br>(817) 332-7000 |
| Ed Esstman<br>Sr. Vice President -<br>Consumer Finance                            | 493-40-8268 | 200 Bailey Avenue<br>Fort Worth, TX 76107-1220<br>(817) 332-7000 |
| Dennis Adams<br>Sr. Vice President -<br>Collections and<br>Customer Service       | 454-11-6925 | 200 Bailey Avenue<br>Fort Worth, TX 76107-1220<br>(817) 332-7000 |
| Laurence Oliver<br>Vice President -<br>Consumer Finance<br>Operations             | 491-52-6705 | 200 Bailey Avenue<br>Fort Worth, TX 76107-1220<br>(817) 332-7000 |
| Chris Choate<br>Secretary                                                         | 460-41-4378 | 200 Bailey Avenue<br>Fort Worth, TX 76107-1220<br>(817) 332-7000 |

\* Directors

a/cc1/officers

*Office of the Secretary of State*

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I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "AMERICREDIT FINANCIAL SERVICES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JULY, A.D. 1992, AT 9 O'CLOCK A.M.



*William T. Quillen*

William T. Quillen, Secretary of State

7163393

AUTHENTICATION:

06-27-94

DATE:

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