

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
100 NORTH MAIN STREET
PROVIDENCE, RI 02903
APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

Corp. I.D. # 88962

POLARIS ACCEPTANCE 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 POLARIS ACCEPTANCE INC.

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

(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 Minnesota

FOURTH: The date of its incorporation is December 21, 1995 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 1225 Highway 169 North, Minneapolis, Minnesota

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, Rhode Island 02903 and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System
C T CORPORATION SYSTEM

Signature
Jeffrey R. Graves, Asst. Secy.

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

To enter into general partnership for the ownership and operation of a commercial finance business. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

APR 11 3 11 PM '96
RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.

FILED
APR 02 1996
BY 154252

Dated Mar. 25, 1996

POLARIS ACCEPTANCE INC.
(Exact Corporate Name of Corporation Making Application)

By Kenneth D. Larson
Kenneth D. Larson
Its President
and J. H. Grunewald
John H. Grunewald
Its Secretary

STATE OF Minnesota }
COUNTY OF Hennepin } Sc.

At Minneapolis, in said County on the 25th day
of March, 1996, before me personally appeared John H.
Grunewald, who being by me first duly sworn, declared that
he is the secretary of POLARIS ACCEPTANCE INC.,
that he signed the foregoing document as such secretary of the
corporation, and that the statements therein contained are true.

Janet E. Klis
Notary Public
Janet E. Klis

(NOTARIAL SEAL)



Appendix to Rhode Island
Application for Certificate of Authority

**Officers of
POLARIS ACCEPTANCE INC.**

1. Kenneth D. Larson, President, CEO
1225 Highway 169 North
Minneapolis, Minnesota 55441-5078
2. John H. Grunewald, CFO and Secretary
1225 Highway 169 North
Minneapolis, Minnesota 55441-5078
3. Ed Skomoroh, Vice President
1225 Highway 169 North
Minneapolis, Minnesota 55441-5078
4. Michael W. Malone, Vice President
1225 Highway 169 North
Minneapolis, Minnesota 55441-5078
5. George M. Jandl, Vice President
1225 Highway 169 North
Minneapolis, Minnesota 55441-5078

State of Minnesota

5711

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

This corporation is now legally organized under the laws of Minnesota.

Corporate Name: POLARIS ACCEPTANCE INC.

Corporate Charter Number: 8Y-840

Chapter Formed Under: 302A

This certificate has been issued on 12/21/1995.



Joan Anderson Grove
Secretary of State.