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FORM **BCA 13.45** (rev. Dec. 2003)
**APPLICATION FOR WITHDRAWAL
AND FINAL REPORT**
Business Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961
http://www.cyberdriveillinois.com

Remit payment in the form of a
check or money order payable
to the Secretary of State.

FILED

JUL 08 2005

JESSE WHITE
SECRETARY OF STATE



Doc#: **0533512016** Fee: \$26.50
Eugene "Gene" Moore
Cook County Recorder of Deeds
Date: 12/01/2005 10:26 AM Pg: 1 of 2

File #

F5792-7399

Filing Fee: \$25.00

Approved: *SL*

Submit in duplicate

Type or Print clearly in black ink

Do not write above this line

1. CORPORATE NAME: Union Acceptance Corporation (File #F57927399)
2. STATE OR COUNTRY OF INCORPORATION: Indiana
3. Post office address to which may be mailed a copy of any process against the corporation that may be served on the Secretary of State:
P.O. Box 126, Indianapolis, IN 46206-0126
4. No portion of its issued shares at this time is represented by business transacted or property located in this State.
5. It surrenders its authority to transact business in Illinois.
6. It revokes the authority of its registered agent in Illinois to accept service of process, and hereby consents that service of process in any suit, action or proceeding based upon any cause of action arising in this State during the time this corporation was licensed to transact business in this State may hereafter be made on such corporation by service thereof upon the Secretary of State.

(COMPLETE ONLY WHEN APPLICABLE)

7. (a) List all issuances of shares not previously reported to the Secretary of State (including shares issued for cash or other property, share dividends, share splits, share exchanges pursuant to Section 11.10, and shares to effect an exchange or reclassification of issued shares) and give the value of the entire consideration received therefor, less expenses; list any amounts added or transferred to paid-in capital, without the issuance of shares. (Note 1)

Date of Issuance or Contribution	Class	Par Value	Number of Shares Issued	Entire Consideration Received
N/A				\$ _____
				\$ _____
TOTAL				\$ _____

(COMPLETE BOTH SIDES OF REPORT)

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(b) List all cancellations of shares not previously reported to the Secretary of State, and give the cost.

Date of Cancellation	Class	Number of Shares Cancelled	Cost
N/A			\$ _____
			\$ _____
TOTAL			\$ _____

8. Issued shares at date of execution:

Class	Series	Par Value	Number of Shares
Common	n/a	no par	Authorized - 130,000,000 Issued - 31,019,150
Preferred	n/a	no par	Authorized - 10,000,000 Issued - None

9. Paid-in capital at date of execution:

Paid-in Capital \$ 145,899,746

("Paid-in Capital" replaces the terms "Stated Capital" and "Paid-in Surplus" and is equal to the total of these accounts.)

10. The undersigned corporation has caused this application to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated June 27th, 2005 Union Acceptance Corporation
(Month & Day) (Year) (Exact Name of Corporation)

Rob Sorrell
(Any Authorized Officer's Signature)
Rob Sorrell, VP
(Type or Print Name and Title)

Note 1: In the event of an increase in paid-in capital, all applicable franchise taxes, penalties and interest must be paid before this document can be accepted for filing.



*Union Acceptance Company LLC
 250 W. Shadeland Ave.
 Indianapolis, IN 46219*