



AMENDMENT TO DEALER RETAIL AGREEMENT

This Amendment to the Retail Dealer Agreement (“Amendment”) is for the purpose of setting forth certain additional understandings between Santander Consumer USA Inc. (with its brands, Drive® and Santander Auto) and Dealer related to Contracts to be purchased from Dealer by Santander Consumer USA Inc.

Santander Consumer USA Inc. and Dealer hereby agree as follows:

1. Capitalized terms and terms defined in the Retail Dealer Agreement have the same meanings in this Amendment as they have in the Retail Dealer Agreement.
2. Dealer acknowledges that its principal place of business is located in the state of Arkansas, and that it enters into retail installment sales agreements with Buyers who are residents of Arkansas at such location or at other Arkansas locations. Notwithstanding the foregoing, Dealer and Santander Consumer USA Inc. intend that Contracts that Dealer sells to Santander Consumer USA Inc. be governed by Texas law and not by Arkansas law.
3. Dealer acknowledges that with respect to each Contract sold to Santander Consumer USA Inc. by Dealer:
 - a. Santander Consumer USA Inc. is located in Texas.
 - b. Santander Consumer USA Inc.’s decision to purchase the Contract from Dealer is made in Texas.
 - c. The terms and conditions of the Contract, including the rate of finance charge to be imposed in connection with the Contract, are permitted by the laws of Texas but that such terms and conditions might contravene the laws of Arkansas in the event that Arkansas law were to apply to the transaction giving rise to the Contract.
 - d. The form of retail installment contract used in connection with the transaction giving rise to the Contract is one that has been approved in advance by Santander Consumer USA Inc.
 - e. The Buyer is to make payments required by the Contract to Santander Consumer USA Inc. in Texas.
 - f. Santander Consumer USA Inc. is to service the Contract in Texas.
4. Dealer agrees that Dealer will not take any action (including the use of any document inconsistent with the understandings expressed herein) or make any statement to any Buyer that would have the effect of causing Arkansas law to apply to such Buyer’s Contract, and that all actions and statements of Dealer will be consistent with the application of Texas law to the transaction giving rise to the Contract.

Whereupon this Amendment is agreed to by the parties on this _____ day of _____, 20____

SANTANDER CONSUMER USA INC.

Dealer Name

BY: _____

BY: _____

