

State of Idaho

Department of State

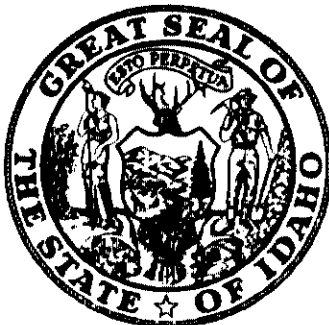
CERTIFICATE OF AUTHORITY OF

LIQUIDATION COLLECTIONS, INC.
File number C 115021

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of LIQUIDATION COLLECTIONS, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to LIQUIDATION COLLECTIONS, INC. to transact business in this State under the name LIQUIDATION COLLECTIONS, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: May 17, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

MAY 17 1 55 PM '96

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is Liquidation Collections, Inc.
2. The name which it shall use in Idaho is Liquidation Collections, Inc.
3. It is incorporated under the laws of Texas
4. Its date of incorporation is 12/15/95 and its duration, if other than perpetual, is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is
250 Carpenter Freeway, Irving, Texas 75062-2729
6. The address to which correspondence should be addressed, if different than item 5, is
P. O. Box 660237, Dallas, Texas 75266-0237
7. The street address of its registered office in Idaho is 200 North 23rd Street, Boise, Idaho 83702
Corporation Service
Company, and its registered agent in Idaho at that address is
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Collection agency business, including but not limited to purchase & sale of delinquent loans, account & other indebtedness to collect and/or liquidate the loan &
9. The names and respective addresses of its directors and officers are: account portfolios.

Name	Office	Address
<u>See Attachment</u>		

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated May 15, 1996
Liquidation Collections, Inc.
(Corporation name)
 By Karen L. Robb
Its President, Vice President, Secretary or Assistant Secretary
(Please specify)

Secretary of State use only IDAHO SECRETARY OF STATE
 DATE 05/17/1996 0900 63397
 2
 CX #: 29430 CUST#: 7195
 AUTH PRO
 1 @ 100.00 = 100.00

Liquidation Collections, Inc.

DIRECTORS:		
James S. Johnson	Director	250 Carpenter Freeway, Irving, Texas 75062
Thomas R. Slone	Director	250 Carpenter Freeway, Irving, Texas 75062
Jay E. Springer	Director	250 Carpenter Freeway, Irving, Texas 75062
OFFICERS:		
Thomas R. Slone	President	250 Carpenter Freeway, Irving, Texas 75062
John F. Hughes	Executive Vice President & Treasurer	250 Carpenter Freeway, Irving, Texas 75062
R. Stephen Nichols	Executive Vice President	250 Carpenter Freeway, Irving, Texas 75062
H. James Fullen	Executive Vice President	250 Carpenter Freeway, Irving, Texas 75062
Jay E. Springer	Executive Vice President	250 Carpenter Freeway, Irving, Texas 75062
Judith L. Leto	Senior Vice President & Controller	250 Carpenter Freeway, Irving, Texas 75062
Phyllis A. Joest	Senior Vice President & Assistant Secretary	250 Carpenter Freeway, Irving, Texas 75062
Richard L. Robinson	Senior Vice President & Assistant Secretary	250 Carpenter Freeway, Irving, Texas 75062
D. W. David Bain	Senior Vice President	250 Carpenter Freeway, Irving, Texas 75062
H. John Berens	Senior Vice President	250 Carpenter Freeway, Irving, Texas 75062
James S. Johnson	Senior Vice President	250 Carpenter Freeway, Irving, Texas 75062
Charles T. Owens	Senior Vice President	250 Carpenter Freeway, Irving, Texas 75062
Judy K. Winkel	Senior Vice President	250 Carpenter Freeway, Irving, Texas 75062
Charles F. Baum	Vice President & Assistant Secretary	250 Carpenter Freeway, Irving, Texas 75062
Michele B. McCoy	Vice President & Assistant Secretary	250 Carpenter Freeway, Irving, Texas 75062
Lyndal A. Chaffin	Vice President & Assistant Treasurer	250 Carpenter Freeway, Irving, Texas 75062
D. Michael Gatewood	Vice President & Assistant Treasurer	250 Carpenter Freeway, Irving, Texas 75062
Kent M. Williams	Vice President & Assistant Treasurer	250 Carpenter Freeway, Irving, Texas 75062
Lisa D. Nied	Vice President & Assistant Controller	250 Carpenter Freeway, Irving, Texas 75062
Andrew J. Brady	Vice President	250 Carpenter Freeway, Irving, Texas 75062
David W. Freidell	Vice President	250 Carpenter Freeway, Irving, Texas 75062
Richard H. Groeninger	Vice President	250 Carpenter Freeway, Irving, Texas 75062
Clifford L. Miller, Jr.	Vice President	250 Carpenter Freeway, Irving, Texas 75062
Robert J. Norville	Vice President	250 Carpenter Freeway, Irving, Texas 75062
Aquinaldo R. Sawyerr	Vice President	250 Carpenter Freeway, Irving, Texas 75062
Wayne G. Stoltzman	Vice President	250 Carpenter Freeway, Irving, Texas 75062
Fred E. Tronccone	Vice President	250 Carpenter Freeway, Irving, Texas 75062
Timothy M. Hayes	Secretary	250 Carpenter Freeway, Irving, Texas 75062
Patrick J. Greene	Assistant Vice President & Assistant Secretary	250 Carpenter Freeway, Irving, Texas 75062

Paul A. Swan	Assistant Vice President & Assistant Secretary	The American Road, Dearborn, Michigan 48121
David L. Brudi	Assistant Vice President & Assistant Controller	250 Carpenter Freeway, Irving, Texas 75062
Zelma Jo Rainwater	Assistant Vice President	250 Carpenter Freeway, Irving, Texas 75062
John R. Thomas	Assistant Vice President	250 Carpenter Freeway, Irving, Texas 75062
Allen B. Udisky	Assistant Vice President	250 Carpenter Freeway, Irving, Texas 75062
Frederic C. Liskow	Assistant Secretary	250 Carpenter Freeway, Irving, Texas 75062
Karen L. Robb	Assistant Secretary	250 Carpenter Freeway, Irving, Texas 75062
Norma B. Holley	Assistant Treasurer	250 Carpenter Freeway, Irving, Texas 75062



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

**LIQUIDATION COLLECTIONS, INC.
CHARTER NO. 1380601-00**

were filed in this office and a certificate of incorporation was issued on
DECEMBER 15, 1995;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on May 15, 1996.*

Antonio O. Garza, Jr.
Secretary of State

MAE