

State of Idaho

Department of State

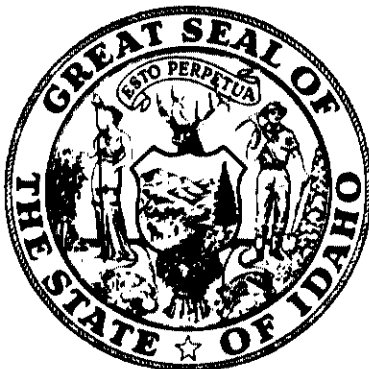
CERTIFICATE OF REGISTRATION
OF
NORTHRAC PARTNERS, L.P.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of NORTHRAC PARTNERS, L.P.

_____ for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership 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 Registration to NORTHRAC PARTNERS, LIMITED PARTNERSHIP to transact business in this State under the name NORTHRAC PARTNERS, LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated September 14, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: 5

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

SEC. 14 PM 2 28

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

1. The name of the limited partnership is Northrac Partners, L.P.

2. The name which it shall use in Idaho is Northrac Partners, Limited Partnership
(Must include, without abbreviation, the words "Limited Partnership.")

3. It is organized under the laws of Kansas

4. The date of its formation is 9/8/87

5. The address of its registered or principal office in the state or country under the laws of which it is organized is 300 North 6th Street, Boise, Idaho 83701

6. The name and street address of its proposed registered agent in Idaho are C T Corporation System

7. The general character of the business it proposes to transact in Idaho is:
To own, lease, invest in, manage & operate, directly or indirectly, Rent-A-Center appliance and furniture rental and sales stores and to engage in activities reasonably incident thereto, to own, lease & operate real & personal property in connection therewith.

8. The name and business address of each general partner and of each limited partner whose contribution is equal to or greater than five percent (5%) of the total contribution of all partners:

Name	General or Limited	Address
<u>NRI, Inc.</u>	<u>General</u>	<u>302 N. Rock Rd., Ste. 210, Wichita, Kansas 67206</u>
<u>W-IF, as agent and nominee of Kansas Public Employees Retirement System</u>	<u>Limited</u>	<u>8100 East 22nd. No., 800 Tallgrass Executive Park, Wichita, KS 67278</u>

(continued on reverse)

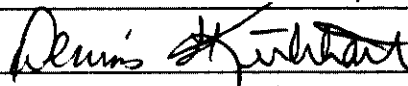
8. (Continued)

Name	General or Limited	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

9. This Application is accompanied by a certificate certifying to the lawful existence of the limited partnership, executed by the proper officer of the state or country under the laws of which it is organized.

Dated 9/8, 1987.


NORTHRAC PARTNERS, L.P.

By 
Dennis L. Kirkhart, Vice President of
NRI, Inc., A General Partner

STATE OF KANSAS)
) ss:
COUNTY OF SEDGWICK)

I, Sharon W. Maehl, a notary public, do hereby certify that on this
8 day of September, 19 87, personally appeared
before me Dennis L. Kirkhart who being by me first duly sworn,
declared that (s)he is a general partner of Vice President of NRI, INC.,
NORTHRAC PARTNERS, L.P.

that (s)he signed the foregoing document as a general partner of the limited partnership and that the statements therein contained are true.



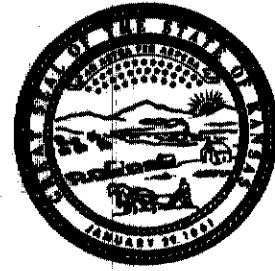
My appointment expires: 5/19/90

STATE OF KANSAS

OFFICE OF
SECRETARY OF STATE

BILL GRAVES

RECEIVED
SEC. OF STATE
SEP 14 PM 2 28



To all to whom these presents shall come, Greeting:

I, BILL GRAVES, Secretary of State of the State of Kansas, do hereby certify that I am the custodian of records of the State of Kansas relating to limited partnerships, and that I am the proper official to execute this certificate.

I FURTHER CERTIFY that NORTHRAC PARTNERS, L.P. is a regularly and properly organized limited partnership, having been organized in Kansas, on the 8th day of September, 1987 has paid all fees and franchise taxes due this office and is in good standing according to the records now on file in the office of Secretary of State.

In testimony whereof:
I hereto set my hand and cause to be
affixed my official seal. Done at the
City of Topeka, this 8th day of
September, A.D. 1987.

BILL GRAVES
SECRETARY OF STATE



BY

Willa M. Roe
ASSISTANT SECRETARY OF STATE