

APPLICATION FOR REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

FILED OFFECTIVE

JUB 10 MIII: 26

STATE OF IDAHO

	TO SECURE AND
1.	The name of the limited liability company is:
	AMRESCO Commercial Finance, LLC
2.	If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:
3.	The jurisdiction under whose laws the limited liability company is organized is: Delaware
	and the date of its formation was: 09/23/2003
4.	The name and address of the registered agent in Idaho is:
	C T Corporation System, c/o C T Corporation System, 300 North 6th Street, Boise, Idaho 83702
5.	The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:
	615 South Dupont Highway, Dover, Delaware 19901
6.	The address of the limited liability company's principal office, if other than the address in #5 above, is:
	412 E Parkcenter Blvd Suite 3000, Boise, ID 83706.
7.	The address to which correspondence should be addressed is:
	412 E Parkcenter Blvd Suite 3000, Boise, ID 83706
8.	Signature of a manager, if any, or a member
	if there are no managers. NCS Holding Company, Inc., Managina Member.
	11 11 11
	Signature
	Typed Name Jonathan S. Pettee, VP
	Manager [] Member [] Traus corpetably of state
	Managing \$ \$ Thous screens of state

ID035 - 10/30/02 C T System Online

IDAHO SECRETARY OF STATE

03/10/2004 05:00

CK: 6282 CT: 115244 BH: 732170

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1 8 20.00 = 20.00 EXPEDITE C # 3

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMRESCO COMMERCIAL FINANCE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF MARCH, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Darriet Smith Hindson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2974146

DATE: 03-08-04