

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

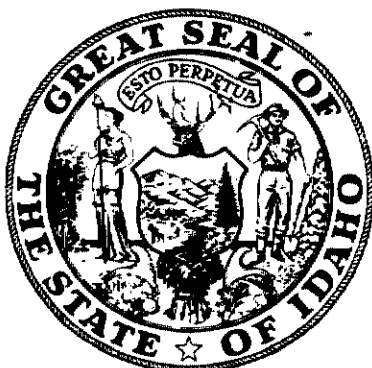
DLS ENTERPRISES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of DLS ENTERPRISES, 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 DLS ENTERPRISES, INC. to transact business in this State under the name DLS ENTERPRISES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated

May 15, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE
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To the Secretary of State of Idaho

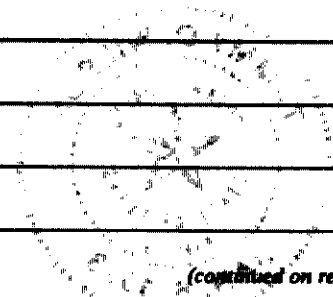
Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is DLS ENTERPRISES, INC.
2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware
4. The date of its incorporation is March 28, 1988 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different from that in item 5. 6330 Gulfton, Houston, Texas 77081
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Debt Collection
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
See Attached		



(continued on reverse)

Name

Office

Address

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

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 25, 1989

DLS ENTERPRISES, INC.

(Corporation Name)

By Everett W. Beatty

Everett W. Beatty, Its ~~President~~ Vice President (please specify)

and William R. Leighton

William R. Leighton, Its Secretary ~~President~~ (please specify)

STATE OF Texas)

COUNTY OF Harris) ss:

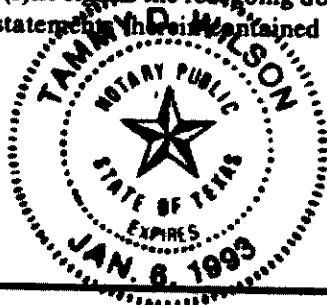
I, Sammy D. Wilson

, a notary public, do hereby certify that on this 25th day of April, 19 89, personally appeared before

me William R. Leighton, who being by me first duly sworn, declared that (s)he

is the Secretary of DLS ENTERPRISES, INC.

that (s)he signed the foregoing document as Secretary of the corporation and that the statements therein contained are true.



Sammy D. Wilson
Notary Public

OFFICERS AND DIRECTORS

OF

DLS ENTERPRISES, INC.

Jerold B. Katz	Chairman/President/ Director	11015 N. Country Squire Houston, Texas 77024
William R. Leighton	Secretary	2200 Potomac Houston, Texas 77057
Everett W. Beatty	Senior Vice President	402 River Forest Court Houston, Texas 77079
William I. Davis	Executive Vice President	524 Timberwild Houston, Texas 77024

Business Address for all of the
above is:

6330 Gulfton
Houston, Texas 77081

State of Delaware

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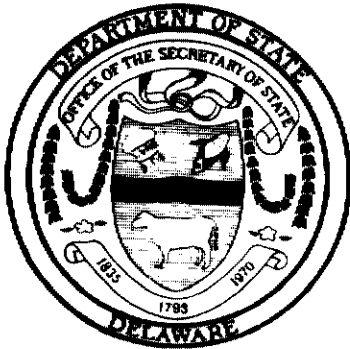


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Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY DLS ENTERPRISES, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 12165387

DATE: 05/01/1989