

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

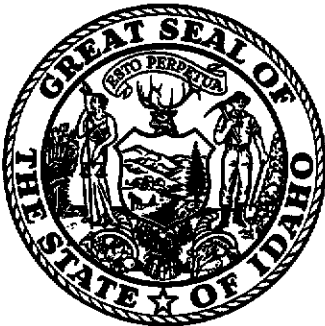
CIT/GROUP/SALES FINANCING INC. (THE)

File Number C 34460

I, BEN YSURSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from CIT/GROUP/SALES FINANCING INC. (THE) to **VERICREST FINANCIAL, INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: March 3, 2009



Ben Yursa

SECRETARY OF STATE

By *Christina*

09 MAR -3 PM 3:02



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application).

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on: April 15, 1963, authorizing it to transact business in the State of Idaho under the name of:
The CIT Group/Sales Financing, Inc.
2. Its corporate name has been changed to: Varicrest Financial, Inc.
3. The name which it shall use hereafter in the State of Idaho is:
Varicrest Financial, Inc.
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Dated: 4/24/07 Corporation Name: The CIT Group/Sales Financing, Inc.

Signature: [Signature]

Typed Name: Steven Mitchell

Capacity: Senior Vice President

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE
03/03/2009 05:00
CK: 94987 CT: 20166 RI: 1159512
1 @ 30.00 = 30.00 AMEND CERT # 4
1 @ 20.00 = 20.00 EXPEDITE C # 5

034460

Delaware

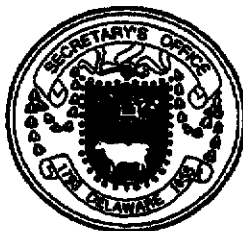
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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "THE CIT GROUP/SALES FINANCING, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "VERICREST FINANCIAL, INC.", THE TWENTY-FOURTH DAY OF FEBRUARY, A.D. 2009, AT 4:59 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE SECOND DAY OF MARCH, A.D. 2009, AT 12 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



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Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 7162019

DATE: 03-02-09