

State of Idaho

Office of the Secretary of State

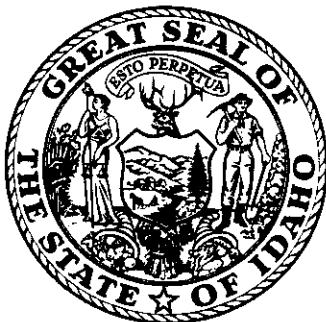
**CERTIFICATE OF WITHDRAWAL
OF
THE PACESETTER CORPORATION**

File Number C 83305

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, 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 Certificate of Withdrawal and attach hereto a duplicate of the Application for such Certificate.

Dated: APRIL 28TH 2005



Ben Yursa

SECRETARY OF STATE

By *Kristin All*



APPLICATION FOR CERTIFICATE OF WITHDRAWAL

(Instructions on back of application)

To the Secretary of State of Idaho

Pursuant to Section 30-1-1520, Idaho Code, the undersigned Corporation hereby applies for a certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

1. The name of the corporation is

Pacesetter Corporation (TH)

The name which it used in Idaho is

2. It is incorporated under the laws of

Nebraska

3. It is not transacting business in the State of Idaho.

4. It hereby surrenders its authority to transact business in said state.

5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.

6. The post office address to which process against the corporation may be mailed is

Ameri First Home Improvement Finance Co.
4405 So. 96th Street Omaha NE 68137

7. It agrees to notify the Secretary of State of the State of Idaho of any change to the address in Item 6.

Signature

Robert Campney

Typed Name

Robert Campney

Capacity

VP / Treasurer

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 01/2001

IDAHO SECRETARY OF STATE
04/28/2005 05:00
CK: 12645 CT: 188266 BH: 807236
1 @ 20.00 = 20.00 FOR WITHDR # 2
1 @ 20.00 = 20.00 CORP SUR # 3

C83305

FILED EFFECTIVE
2005 APR 28 AM 9:18
STATE OF IDAHO