



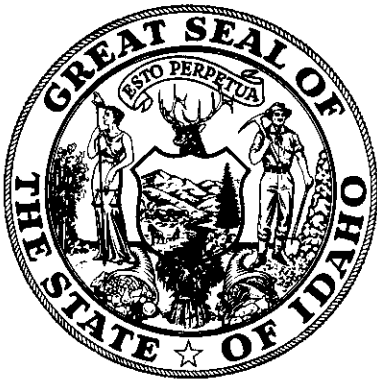
CERTIFICATE OF INCORPORATION
OF

AMERICAN COLLECTIONS AND COUNSELING, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated June 19, 1986



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

JUN 19 11 42 AM '86

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NOT RECORDED

ARTICLES OF INCORPORATION

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AMERICAN COLLECTIONS AND COUNSELING, INC.

KNOW ALL MEN BY THESE PRESENTS, THAT I, J. L. McCALL, BEING A NATURAL PERSON AND CITIZEN OF THE UNITED STATES OF AMERICA, DESIRING TO ASSOCIATE MYSELF IN A CORPORATION UNDER THE NAME AND ABOVE SET FORTH, AND BY VIRTUE OF THE LAWS OF THE STATE OF IDAHO, AND IN ACCORDANCE WITH THE PROVISIONS OF THE LAWS OF SAID STATE, DO HEREBY MAKE, EXECUTE, AND ACKNOWLEDGE THIS CERTIFICATE IN WRITING OF MY INTENTION TO SECURE A CORPORATION UNDER AND BY VIRTUE OF SAID LAWS.

ARTICLE 1

THE NAME OF THE PROPOSED CORPORATION IS AMERICAN COLLECTIONS AND COUNSELING, INC.

ARTICLE 2

PURPOSES AND OBJECTIVES

THE NATURE OF THE BUSINESS AND THE COURSE AND PURPOSES PROPOSED TO BE TRANSACTED, PROMOTED AND CARRIED ON, ARE TO DO ANY AND ALL THINGS HEREBY MENTIONED AS FULLY AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, AND TO AND FOR THE BENEFIT OF THE HOLDERS OF SAID STOCK.

SECTION 2.01

TO ENGAGE IN THE BUSINESS OF COLLECTING, BUYING, SELLING, AND DEALING IN CURRENT AND DELINQUENT ACCOUNTS, BUYING, SELLING AND DEALING IN PERSONAL SECURITIES, MONEY MANAGEMENT, CREDIT COUNSELING, FURNISHING INFORMATION WITH INFORMATION TO THE BUSINESS STANDINGS OF THE PARTIES, AND THE ISSUING IN ANY MANNER OF A MONTHLY RETAILERS' PROTECTIVE REPORTER FOR THE PROTECTION OF EMPLOYERS AND PATRONS AGAINST PARTIES WHO HAVE HAD THEIR NAMES APPEARED IN THE LAST NAME.

SECTION 2.02

TO ACQUIRE, OWN, OPERATE, SELL, EXCHANGE, LET OR LEASE FACILITIES FOR THE CONDUCT OF SAID BUSINESS WITHIN THE STATE OF IDAHO OR OUTSIDE THE STATE OF IDAHO.

UDELL, ELAM, and BLISS

ATTORNEYS AND COUNSELORS AT LAW

300 LENORA STREET

P.O. BOX 1300A McCall, IDAHO 83638

PHONE (208) 634-2108 or (208) 634-2100

RICHARD S. UDELL RICHARD L. BLISS FRANK T. ELAM (Retired)

SECTION 2.03

TO BORROW MONEY FOR THE PURPOSES OF THIS CORPORATION; TO ISSUE BONDS, NOTES AND DEBENTURES AND OTHER EVIDENCES OF INDEBTEDNESS THEREFOR AND TO SECURE THE SAME BY MORTGAGE OR ALIEN OF PERSONAL PROPERTY, INCLUDING THE INCOME OF SAID CORPORATION OR BY MORTGAGE OF REAL PROPERTY EXISTING IN TRUST OR OTHERWISE; ALL OR ANY PORTION OF THE REAL OR PERSONAL PROPERTY OF THE CORPORATION MAY BE SO ALIENED, MORTGAGED OR ENTHETATED.

SECTION 2.04

TO BUILD ANY OR ALL BUILDINGS, STRUCTURES OR WAREHOUSES NECESSARY OR CONVENIENT FOR THE CONDUCT OF THE BUSINESS OF SAID CORPORATION OR OTHERS OR TO ACQUIRE THE SAME BY PURCHASE, LEASE OR OTHERWISE.

SECTION 2.05

TO PURCHASE, LEASE OR OTHERWISE ACQUIRE IN WHOLE OR IN PART, THE BUSINESS, GOOD-WILL, RIGHTS, FRANCHISES AND PROPERTY OF EVERY KIND AND TO TAKE OVER THE WHOLE OR ANY PART OF THE ASSETS OR LIABILITIES OF ANY PERSON, FIRM, ASSOCIATION OR CORPORATION ENGAGED IN OR AUTHORIZED TO BE CONDUCTED BY THIS CORPORATION OR OWNING PROPERTY NECESSARY OR SUITABLE FOR THE PURPOSES AND TO PAY FOR THE SAME IN CASH, IN THE STOCK OR BONDS OF THIS CORPORATION OR OTHERWISE; TO HOLD OR IN ANY MANNER DISPOSE OF THE WHOLE OR ANY PART OF THE BUSINESS OR PROPERTY SO ACQUIRED AND TO EXERCISE ALL THE POWERS NECESSARY OR INCIDENTAL TO THE CONDUCT OF SUCH BUSINESS.

SECTION 2.06

TO ENTER INTO ANY CONTRACTS, CO-OPERATIVE AGREEMENT OR FRANCHISE-SHARING PLAN WITH ITS OFFICERS OR EMPLOYEES THAT THE CORPORATION MAY DEEM ADVANTAGEOUS OR EXPEDIENT OR OTHERWISE TO REWARD OR PAY SUCH PERSONS FOR THEIR SERVICE AS THE DIRECTORS MAY SEE FIT.

SECTION 2.07

TO PURCHASE OR OTHERWISE ACQUIRE OWN, HOLD, MORTGAGE, PLEDGE, SELL, ASSIGN, TRANSFER OR OTHERWISE DISPOSE OF SHARES OF THE CAPITAL STOCK OF THIS CORPORATION OR EVIDENCES OF INDEBTEDNESS OF ANY KIND OR NATURE CREATED BY ANY CORPORATION OR CORPORATIONS, WHEREVER ORGANIZED, WHETHER PUBLIC OR PRIVATE.

SECTION 2.05

TO EXERCISE GENERALLY THE POWERS CUSTOMARILY EXERCISED BY BUSINESS CORPORATIONS AND PARTICULARLY THE POWERS PROVIDED BY THE LAWS OF THE STATE OF IDAHO REFERRING ESPECIALLY TO SECTION 30-1-4 OF THE IDAHO CODE IN ANY STATE OF THE UNITED STATES AND THROUGHOUT THE WORLD.

SECTION 2.09

TO CARRY ON ANY OTHER BUSINESS OR TO DO ANYTHING IN CONNECTION WITH THE OBJECTS AND PURPOSES ABOVE MENTIONED THAT MAY BE NECESSARY OR PROPER TO ACCOMPLISH SUCCESSFULLY OR PROMOTE THE SAID OBJECTS AND PURPOSES. THE FOREGOING CLAUSES, BY REASON OF THE SPECIFIC ENUMERATION OF CONCEPTS, SHALL NOT BE HELD TO RESTRICT THE POWER OF THE CORPORATION TO DO ANY OF ANY THING WITHIN THE PURVIEW OF ITS GENERAL PURPOSE.

ARTICLE 3.

CORPORATE DURATION

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

ARTICLE 4.

REGISTERED OFFICE AND AGENT

SECTION 4.01

REGISTERED OFFICE

THE LOCATION OF THE REGISTERED OFFICE OF THE CORPORATION IN THE STATE OF IDAHO IS ~~5727 E. JEFFERSON ROAD~~ 1115 N. 29th BOISE, IDAHO, 83722. *D. J. M. 8/24*

SECTION 4.02

REGISTERED AGENT

THE REGISTERED AGENT OF THIS CORPORATION IN THE STATE OF IDAHO IS ~~D. JEAN NEAL, 5727 E. JEFFERSON ROAD, BOISE, IDAHO, 83722~~ W. J. M. 1115 N. 29th. *8/24*

ARTICLE 5.

CAPITAL STOCK

THE TOTAL AUTHORIZED NUMBER OF PAR VALUE SHARES IS 25,000. THE AGGREGATE PAR VALUE OF THE TOTAL AUTHORIZED NUMBER OF PAR VALUE SHARES IS TWO HUNDRED FIFTY THOUSAND DOLLARS (\$250,000.00), WHICH IS NON-ASSESSABLE. PAR VALUE SHALL BE TEN AND NO/100 DOLLARS (\$10.00) PER SHARE.

ARTICLE 6.

CLASSES OF STOCK

THE STOCK OF THE CORPORATION IS DIVIDED INTO 25,000 SHARES OF COMMON STOCK ALL WITH EQUAL RIGHTS AND PRIVILEGES AND PRESCRIPTIVE RIGHTS.

ARTICLE 7.

DIRECTORS

THE NAMES AND ADDRESSES OF EACH OF THE INITIAL DIRECTORS NAMED BY THE INCORPORATORS TO SERVE UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS, OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

NAME

ADDRESS

D. JEAN NEAL

1115 N. 29TH 10.8.21.
~~4227 E. LUTHER ROAD~~ 2.8.21.
 BOISE, IDAHO 83702

MARLA T. WEBB

1115 N. 29TH 10.8.21.
~~4227 E. LUTHER ROAD~~ 2.8.21.
 BOISE, IDAHO 83702

PURSUANT TO IDAHO CODE SECTION 30-2-25, AS PRESENTLY ENACTED, THE POWERS OF THE CORPORATION SHALL BE EXERCISED BY AND UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THE CORPORATION SHALL BE MANAGED UNDER THE DIRECTION OF THE SHAREHOLDERS THEMSELVES, OR THE DESIGNATED OFFICERS OF THE CORPORATION AS DIRECTED BY THE SHAREHOLDERS. WITHOUT THEIR OPERATION OR EXISTENCE OF A CONTINUING BOARD OF DIRECTORS: SAVE FOR THE INITIAL DIRECTORS ABOVE NAMED, THE SHAREHOLDERS THEMSELVES SHALL ACT AND FUNCTION COLLECTIVELY AS WOULD DIRECTORS FOR ALL PURPOSES AND PURSUANT TO ALL DUTIES AND OBLIGATIONS AS OTHERWISE SET FORTH FOR DIRECTORS IN THE IDAHO BUSINESS CORPORATION ACT.

ARTICLE 8.

THE NAME AND ADDRESS OF THE INCORPORATOR AND THE NUMBER OF SHARES FOR WHICH ARE SUBSCRIBED ARE:

1
2 D. JEAN NEAL
3 6717 W. LUSTICK ROAD
4 BOISE, IDAHO 83704 1 SHARE

5 DATED THIS 17 DAY OF JUNE, 1986

6 *D. Jean Neal*

7 D. JEAN NEAL

8 STATE OF IDAHO
9
10 COUNTY OF ADA (SS.)

11 ON THIS DAY OF JUNE, 1986, BEFORE ME, THE
12 UNDERSIGNED, A NOTARY PUBLIC IN AND FOR SAID STATE, PERSONALLY
13 APPEARED D. JEAN NEAL, KNOWN TO ME TO BE THE PERSON WHO
14 EXECUTED THE ABOVE AND FOREGOING ARTICLES OF INCORPORATION AND
15 ACKNOWLEDGED TO ME THAT SHE SIGNED THE SAME AS HER OWN FREE
16 WILL AND DEED.

17 IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND
18 AFFIXED MY OFFICIAL SEAL AS OF THE DAY AND YEAR IN THE
19 CERTIFICATE FIRST ABOVE WRITTEN.

20
21 *Barbara Dretz*

22 NOTARY PUBLIC FOR IDAHO
23 RESIDING AT BOISE, IDAHO
24
25
26

UDELL, ELAM, and BLISS

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