## State of Idaho

Office of the Secretary of State

# OF PROCTOR FINANCIAL, INC.

File Number C 173707

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: June 21, 2007



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### APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit) (Instructions on Back of Application)

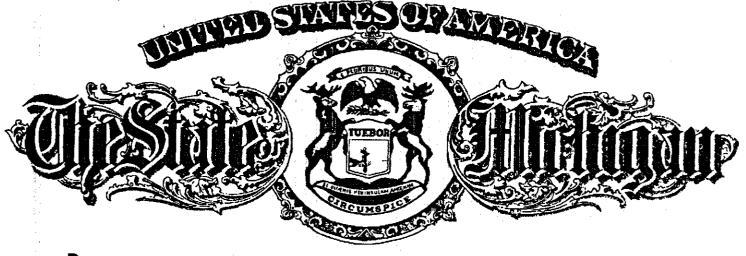
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Proctor Financial, Inc.  2. The name which it shall use in Idaho is:  3. It is incorporated under the laws of:  4. Its date of incorporation is:  October 04, 1954  5. The address of its principal office is:  Suite 100, 200 Kirts Blvd., Troy, MI 48084  6. The address to which correspondence should be addressed, if different from item 5, is:  Suite 100, 200 Kirts Blvd., Troy, MI 48084  1401 Shoreline Drive, Suite 2  1401 Shoreline D	The un	dersigned Corporation applies for a Certific	ate of Authority and	states as follows:	SECRETARY OF STATE	
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Web Form

## PROCTOR FINANCIAL, INC. Officers/Directors

Name	Title	Address Suite 200	
Kenneth Masters	Chairman; Director		
		681 S. Parker St. Orange, CA 92868	
Paul A. Glantz	President; CFO	Suite 700 295 Kirts Blvd. Troy, MI 48084	
Thomas G. Tinsley	Treasurer	220 S. Ridgewood Ave. Daytona Beach, FL 32114	
Thomas M. Donegan Jr.	Secretary; Vice President	Suite 400 3101 W. Martin Luther King Jr. Blvd. Tampa, FL 33607	





### Michigan Department of Labor & Economic Growth



### Lansing, Michigan

This is to Certify That

#### PROCTOR FINANCIAL, INC.

a Michigan profit corporation was validly incorporated on October 4, 1954, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 15th day of June, 2007.

, Director

Bureau of Commercial Services