

State of Idaho

Office of the Secretary of State

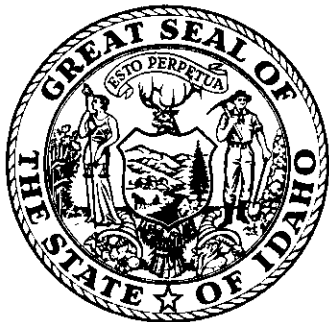
**CERTIFICATE OF AUTHORITY
OF
CITICORP CREDIT SERVICES, INC. (USA)**

File Number C 151505

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: 29 October 2003



Ben Yursa
SECRETARY OF STATE

By *Annarah M. Farmer*

FILED EFFECTIVE

202

03 OCT 29 PM 2:32



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

 SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is:
Citicorp Credit Services Inc. (USA)
- The name which it shall use in Idaho is: Citicorp Credit Services, Inc. (USA)
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 10/05/2001
- The address of its principal office is:
8787 Baypine Road Jacksonville, FL 32256
- The address to which correspondence should be addressed, if different from item 5. is:

- The street address of its registered office in Idaho is: c/o C T Corporation System, 300 North 6th Street, Boise, ID 83702
and its registered agent in Idaho at that address is: C T Corporation System
- The names and respective business addresses of its directors and officers are: **SEE ATTACHMENT**

Name	Office	Address
<u>Richard J Garside</u>	<u>Chairman/CEO/Director</u>	<u>8787 Baypine Road, Jacksonville, FL 32256</u>
<u>Edward J. Garofalo</u>	<u>Pres-KC Site/Director</u>	<u>7920 NW 110 Street, Kansas City, MO 64153</u>
<u>Gregg Morton</u>	<u>Pres-Kentucky Site/Director</u>	<u>4600 Houston Road, Florence, KY 41042</u>
<u>Walter Mulflur</u>	<u>EVP/Director</u>	<u>6400 Las Colinas Blvd, Irving, TX 75037</u>
<u>Gordon Kushto</u>	<u>Treasurer</u>	<u>14700 Citicorp Drive, Hagerstown, MD 21742</u>
<u>Julie D. Nelson</u>	<u>Secretary</u>	<u>8787 Baypine Road, Jacksonville, FL 32256</u>

Dated: October 23 2003Signature: [Signature]Typed Name: David OlsonCapacity: SVP/Asst. Secretary

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

 oip
to make appointment call 1-800-332-7100
Revised 07/2002

 IDAHO SECRETARY OF STATE
 10/29/2003 05:00
 CK: 98434 CT: 20168 BH: 789058
 1 @ 100.00 = 100.00 AUTH PRO # 2
 1 @ 20.00 = 20.00 EXPEDITE C # 3

C 151505

Delaware

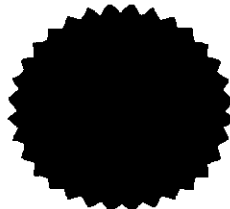
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CITICORP CREDIT SERVICES, INC. (USA)" 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 TWENTY-NINTH DAY OF OCTOBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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030693363

AUTHENTICATION: 2716942

DATE: 10-29-03