

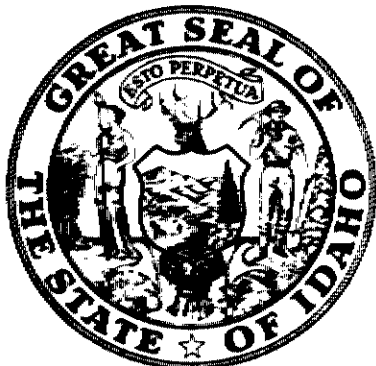
Department of State

**CERTIFICATE OF AUTHORITY
OF
PROGRESSIVE ACCEPTANCE CORPORATION**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PROGRESSIVE ACCEPTANCE CORPORATION _____ for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to PROGRESSIVE ACCEPTANCE CORPORATION _____ to transact business in this State under the name PROGRESSIVE ACCEPTANCE CORPORATION _____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **November 9, 1987**



Pete T. Cenarrusa

SECRETARY OF STATE

Sandra M. ...
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

87 NOV 9 AM 8 55
1. The name of the corporation is Progressive Acceptance Corporation

2. The name which it shall use in Idaho is Progressive Acceptance Corporation

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Oklahoma

4. The date of its incorporation is January 24, 1986 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 9933 East 16th Street, Tulsa, Ok. 74128

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed

registered agent in Idaho at that address is C. T. Corporation System

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

To originate loans and leases; develop and service accounts with lenders or sellers, to assign mortgages or leases, any lawful act.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
* <u>Alexandere J. Stone</u>	<u>President</u>	<u>4323 E. 100th, Tulsa, Ok. 74133</u>
* <u>Patrick L. Ghere</u>	<u>Vice-President</u>	<u>8325 S. 5th, Broken Arrow, Ok. 74011</u>
* <u>Clifford G. Sabin</u>	<u>Sec/Treas/</u>	<u>7341 S. Yale, Tulsa, OK. 74128</u>
* <u>Also Directors</u>		
<u>Adrienne D. Stone</u>	<u>Director</u>	<u>P. O. Box 2888, Tulsa, OK. 74101</u>
<u>Daniel Fromhoff</u>	<u>Director</u>	<u>7420 SW 13th, Plantation, Fl. 33317</u>

(continued on reverse)

Name

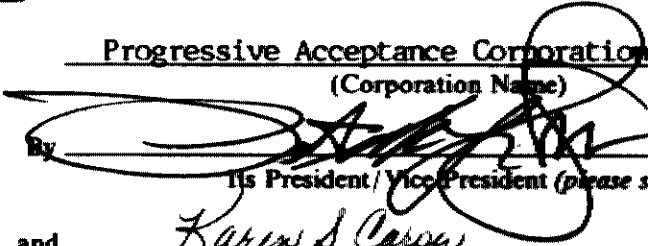
Office

Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: November 6, 1987

Progressive Acceptance Corporation
(Corporation Name)

By  Its President / Vice President (please specify)

and Karen S. Carson
Its Secretary / Assistant Secretary (please specify)

STATE OF Oklahoma)
) ss:
 COUNTY OF Tulsa)

I, Dana L. Hughes, a notary public, do hereby certify that on this 6th day of November, 19 87, personally appeared before me Patrick L. Stone, who being by me first duly sworn, declared that (s)he is the Vice President of Progressive Acceptance Corp

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Dana L. Hughes
Notary Public

OFFICE OF THE SECRETARY OF STATE



**CERTIFICATE OF GOOD STANDING
(DOMESTIC CORPORATION)**

To all to whom these Presents Shall Come, Greetings

I, THE UNDERSIGNED, *Secretary of State of the State of Oklahoma, do hereby certify that I am by the laws of said State the custodian of the records of the State of Oklahoma relating to the right of corporations to transact business in this State, and am the proper officer to execute this certificate.*

I FURTHER CERTIFY that PROGRESSIVE ACCEPTANCE CORPORATION

whose registered agent is: KEVIN W. BOYD
with its registered office at 9933 E. 16th Street, Tulsa Oklahoma.
is a corporation duly organized and existing under and by virtue of the laws of the State of Oklahoma, and has paid the fees due this office and is in good standing with this department according to our records.

IN TESTIMONY WHEREOF, *I hereto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.*



Done at the City of Oklahoma City, this 23rd

day of October 19 87

Jimmie B. Simonson

Secretary of State

Sherril Y. Gregory