

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY
OF

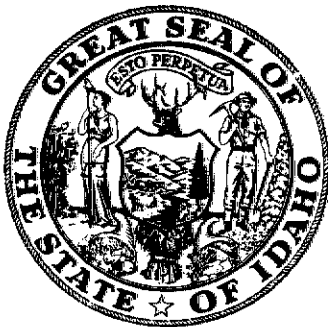
CREDIT MANAGEMENT, INC.

File number C 125085

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: August 3, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie L. Weinreich*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED
98 AUG -3 PM 2:33
SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of Idaho:

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

- The name of the corporation is Credit Management, Inc.
- The name which it shall use in Idaho is Credit Management, Inc.
- It is incorporated under the laws of Nevada.
- Its date of incorporation is 8/13/97.
- The address of its principal office is 4200 International Parkway
Carrollton, TX 75007
- The address to which correspondence should be addressed, if different from item 5, is _____
- The street address of its registered office in Idaho is 200 N. 23rd Street, Boise, ID 83702
_____, and its registered agent in Idaho at that address is Corporation Service Company
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Thomas A. Stockton</u>	<u>President</u>	<u>4200 International Pkwy., Carrollton, TX 75007</u>
<u>Bruce R. Martin</u>	<u>Vice President</u>	<u>Same as above</u>
<u>Arthur M. Sherman</u>	<u>Secretary/Treasurer</u>	<u>Same as above</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 7-27-98

Credit Management, Inc.
(Corporation name)

By [Signature]
Thomas A. Stockton

Its President
(specify capacity of signer)

Customer Acct #:

C 93239
(if using pre-printed form)

SECRETARY OF STATE

Secretary of State use only

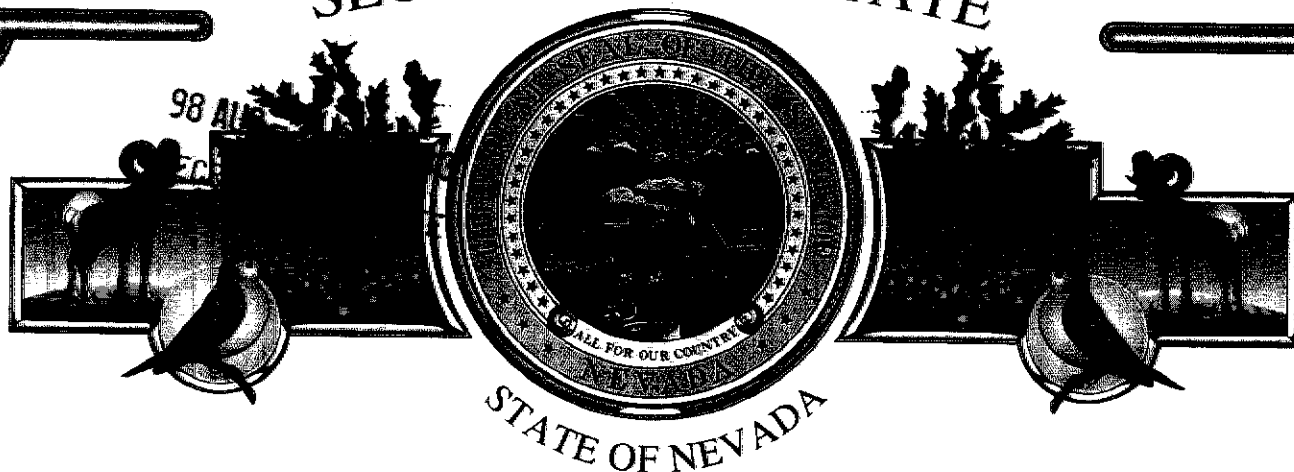
08/03/1998 09:00
CK: 104502 CT: 102207 BH: 133470

1 @ 100.00 = 100.00 AUTH PRO
1 @ 20.00 = 20.00 EXPEDITE C

g:\corpforms\ACA.pms revised 7/97

C125085

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **CREDIT MANAGEMENT, INC.** as a corporation organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 13, 1997 and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on June 23, 1998.



By *Dean Heller*
Secretary of State
[Signature]
Certification Clerk