

State of Idaho

Office of the Secretary of State

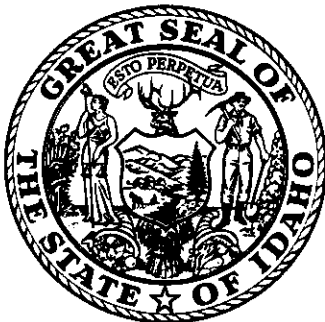
**CERTIFICATE OF AUTHORITY
OF
CREDIGY RECEIVABLES INC.**

File Number C 147234

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: 17 January 2003



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2003 JAN 17 PM 12:52

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

1. The name of the corporation is:

CREDIGY RECEIVABLES INC.

2. The name which it shall use in Idaho is: n/a

3. It is incorporated under the laws of: Nevada

4. Its date of incorporation is: 12/17/02

5. The address of its principal office is:

7473 W. Lake Mead Rd., #100 Las Vegas, NV 89128

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

Same as item 5

7. The street address of its registered office in Idaho is: 5527 Kendall Street Boise, ID 83706

and its registered agent in Idaho at that address is: Record Search and Information Services, Inc.

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

Name	Office	Address
Brett M. Samsky	CEO, Treasurer, Director	Two Sun Court, #450 Norcross, GA 30092
Steven J. Stewart	President, Director	Two Sun Court, #450 Norcross, GA 30092
Jeffrey W. Messmore	Secretary, Director	9911 Covington Cross Dr., #110 89144
Jennifer M. Durden	Assistant Secretary	Two Sun Court, #450 Norcross, GA 30092
Frank B. Bilotta	Director	114 West 47th St. New York, NY 10036

Dated: 1/16/03

Signature: [Signature]

Typed Name: Brett M. Samsky

Capacity: CEO and Treasurer

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002
Web Form

IDAHO SECRETARY OF STATE
01/17/2003 05:00
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1 @ 20.00 = 20.00 EXPEDITE C # 3

C147234

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, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts 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, **CREDIGY RECEIVABLES INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since **December 17, 2002**, 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 December 27, 2002.



Dean Heller

DEAN HELLER
Secretary of State

By

Christon
Certification Clerk