

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

FIRST CREDIT SERVICES, INC.

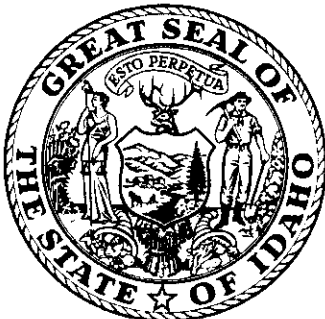
dba ACCOUNTS RECEIVABLE TECHNOLOGIES, INC.

File Number C 156890

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: 19 October 2004



Ben Yursa

SECRETARY OF STATE

By *Sheryl Deiner*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(instructions on Back of Application)

OCT 19 PM 2:22

SECRETARY OF STATE
STATE OF IDAHO

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

1. The name of the corporation is: First Credit Services, Inc.
2. The name which it shall use in Idaho is: ACCOUNTS RECEIVABLE TECHNOLOGIES, Inc
3. It is incorporated under the laws of: New York
4. Its date of incorporation is: 12/16/99
5. The address of its principal office is: One Woodbridge Center, Suite 410
Woodbridge NJ 07095
6. The address to which correspondence should be addressed, if different from item 5, is:
7. The street address of its registered office in Idaho is: 1401 Shoreline Drive, Suite 2., Boise, ID 83702
_____, and its registered agent in Idaho at that address is: Corporation Service Company
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of officers and Directors		

Dated:

9/1/2004

Signature:

Typed Name:

Frank Russo

Capacity:

President & CEO

Customer Acct # -

(if using pre-paid account)

Secretary of State use only

forms/app fees of authority-profit pm6
Revised 01/2001

IDAHO SECRETARY OF STATE
10/18/2004 05:00
CK: 27797 CT: 18904 BH: 771678
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C 156890

First Credit Services, Inc.

LIST OF OFFICERS

PRESIDENT

Frank J. Russo
One Woodbridge Center, Suite 410
Woodbridge NJ
732-726-1800
732-726-0921

VICE PRESIDENT

Paul V. Errigo
One Woodbridge Center, Suite 410
Woodbridge NJ 07095
732-726-1800
732-726-0921 fax #

TREASURER

Frank J. Russo
One Woodbridge Center, Suite 41
Woodbridge NJ 07095
732-726-1800
732-726-0921 fax #

SECRETARY

Paul V. Errigo
One Woodbridge Center, Suite 410
Woodbridge NJ 07095
732-726-1800
732-726-0921 fax #

First Credit Services, Inc.
LIST OF DIRECTORS

DIRECTOR

Frank J. Russo
16 Cottontail Court
Staten Island NY 10312

DIRECTORS

Paul V. Errigo
60 St. Lawrence Way
Marlboro NJ 07746

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of FIRST CREDIT SERVICES INC. was filed on 12/16/1999, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 04th day of October
two thousand and four.*

Secretary of State

Paul Errigo, Secretary of FIRST CREDIT SERVICES, INC., a corporation duly organized under the laws of the State of New York, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted at a special meeting held on the 7th day of October, 2004.

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Idaho, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Idaho, this corporation adopts the fictitious name ACCOUNTS RECEIVABLE TECHNOLOGIES, INC. for use in transacting business in the State of Idaho.

"FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority in the State of Idaho and cause this corporation to use the said fictitious name in the transaction of business in the State of Idaho."



Paul Errigo, Secretary

FICTITIOUS NAME RESOLUTION