

State of Idaho

Department of State

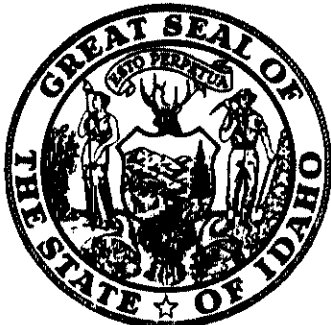
CERTIFICATE OF AUTHORITY OF

BENEFICIAL WASHINGTON INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of BENEFICIAL WASHINGTON INC. 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 BENEFICIAL WASHINGTON INC. to transact business in this State under the name BENEFICIAL WASHINGTON INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: April 15, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]* *[Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

APR 15 11 21 AM '94
SECRETARY OF STATE

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:

1. The name of the corporation is Beneficial Washington Inc.
2. The name which it shall use in Idaho is Beneficial Washington Inc.
(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 Delaware
4. The date of its incorporation is January 3, 1963 and the period of its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is One Christina Centre, 301 N. Walnut St., Wilmington, DE 19801
6. The address to which correspondence should be addressed, if different than item 5, is Judith A. Bonnesen, 200 Beneficial Center, Peapack, New Jersey 07977
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 is proposed to pursue in the transaction of business in Idaho are:
consumer financing/first & second mortgages and related transactions

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19940415 0900 72496 2
CK #: 3009 CUST# 30141
CORP 10 120.00= 120.00

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File Two Copies along with a Certificate
of Corporate Status or Existence

(IDAHO - 2542 - 7/13/93)

Fee: \$100 If typed with no attachments
\$120 If not typed or if attachments are included

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

Name See Exhibit 9 Attached	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, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 11, 1994

Beneficial Washington Inc.

(Corporation name)

By Elizabeth A. Dawson Elizabeth A. Dawson
Its President/Vice President (please specify)
and Janice L. Lewis Janice L. Lewis
Its Secretary/Assistant Secretary (please specify)

STATE OF Delaware)
COUNTY OF New Castle) ss:

I, Anna M. Minutola, a notary public, do hereby certify that on
this _____ day of April, 19 94, personally appeared before
me Elizabeth A. Dawson, who being by me first duly sworn, declared that (s)he
is the Vice President of Beneficial Washington Inc.

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

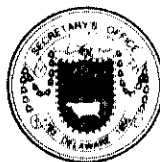
My Commission Expires:
November 14, 1995

Anna M. Minutola
Anna M. Minutola

Notary Public

APR 15 11 21 AM '94
SECRETARY OF STATE

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY "BENEFICIAL WASHINGTON INC." 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 ELEVENTH DAY OF APRIL, A.D. 1994.



William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION:

7084961

DATE:

04-11-94

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944060329

BENEFICIAL WASHINGTON INC.

Officers

<u>Name and Title</u>	<u>Residence Address</u>	<u>Business Address</u>
Kendall D. Kelley President	10386 Grubbs Road Wexford, PA	4900 Hopyard Rd. Pleasanton, CA 94566
Ross N. Longfield Executive Vice President	12 St. Johns Drive Far Hills, NJ	200 Beneficial Center Peapack, NJ
Elizabeth A. Dawson Vice President & Treasurer	6 VanDyke Drive VanDyke Village New Castle, DE	One Christina Center 301 N. Walnut Street Wilmington, DE
Janice L. Lewis Vice President & Secretary	810 E. Basin Rd. New Castle, DE	One Christina Center 301 N. Walnut Street Wilmington, DE
Jean A. Luttringer Vice President	7441 Filice Drive Gilroy, CA 95020	4900 Hopyard Road Pleasanton, CA
Leroy M. Haug Vice President	1355 Crom Avenue Manteca, CA	4900 Hopyard Road Pleasanton, CA
Leonard Ciabattari Asst. Vice President & District Mgr.	6618 Miner Dr. SW Turnwater, WA	400 Cooper Pt. Rd, SW Suite CV 26 Olympia, WA
Thomas O. Evans Asst. Vice President District Manager	2424 169th Place SW Bellevue, WA	2100 116th Ave. NE Suite 100 Bellevue, WA
Robert Ranft Asst. Treasurer	11 James Drive Mt. Arlington, NJ	300 Beneficial Center Peapack, NJ
Neal E. Stiles Asst. Treasurer	8 Elmer Street Raritan, NJ	300 Beneficial Center Peapack, NJ
Vivian L. Howell Asst. Secretary	12706 N. Mayfair Spokane	400 Cooper Pt. Rd, SW Suite CV 26 Olympia, WA
Debra J. Grant Asst. Secretary & Asst. Treasurer	432 Robinson Drive Wilmington, DE	One Christina Center 301 Walnut Street Wilmington, DE
Dana M. Lyon Asst. Secy.	14012 Juanita Dr. NE #4AS Bothell, WA	3006 Northup Way Suite 104 Bellevue, WA
Melvin L. Dennison Asst. Secretary & Asst. Treasurer	10 Old Creamery Rd. Andover, NJ	300 Beneficial Center Peapack, NJ
Jacquelyn Martin Asst. Secretary	926 Longview Court Wilmington, DE	One Christina Centre 301 Walnut Street Wilmington, DE
Edward H. Bearby Sales Director	1311 Turrett Street San Jose, CA	4900 Hopyard Rd. Pleasanton, CA 94566
Leonard Ciabattari Asst. Vice President & District Mgr.	6618 Miner Dr. SW Turnwater, WA	400 Cooper Pt. Rd, SW Suite CV 26 Olympia, WA
Richard L. Hayes District Manager	P.O. Box 69575 4314 SW View Pt. Ter. Portland, OR	2150 NE 82nd Ave. Portland, OR

DIRECTORS

Elizabeth A. Dawson
Jean A. Luttringer
Leroy M. Haug
Kendall D. Kelley
Janice L. Lewis