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State of Idaho

Department of State

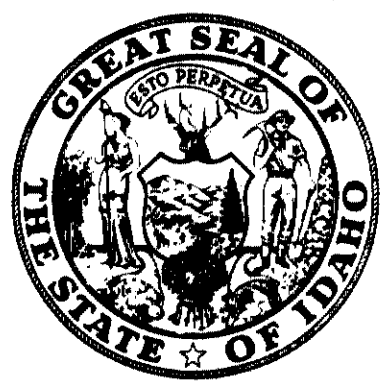
CERTIFICATE OF AUTHORITY OF

PEACH TREE BANCARD CORPORATION

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

Dated November 05, 1990



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth Basala
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:

1. The name of the corporation is PEACH TREE BANCARD CORPORATION

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2. The name which it shall use in Idaho is PEACH TREE BANCARD 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 Illinois

4. The date of its incorporation is 8/18/87 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 2001 Butterfield Rd., Ste. 1300, Downers Grove, IL 60515

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 CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in any lawful act or activity pursuant to Section 30-1-110
of the Idaho Code.

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

Name	Office	Address
	SEE ATTACHED RIDER	

(continued on reverse)

Name

Office

Address

SEE ATTACHED RIDER

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: Oct 30, 1990

PEACH TREE BANCARD CORPORATION

(Corporation Name)

By

Charles F. Hendershot, Its ~~President~~ Vice President (please specify)

and

Judy L. Elliott, Its Secretary/ ~~Assistant Secretary~~ (please specify)

STATE OF ILLINOIS)

) ss:

COUNTY OF DUPAGE WILL)

I, IMOGENE D. ANGELO, a notary public, do hereby certify that on this 30TH day of OCTOBER, 19 90, personally appeared before me Charles F. Hendershot, who being by me first duly sworn, declared that (s)he is the Vice Pres. & Gen. Csl. of PEACH TREE BANCARD CORPORATION

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

" OFFICIAL SEAL "
IMOGENE D. ANGELO
NOTARY PUBLIC, STATE OF ILLINOIS
COMMISSION EXPIRES 8/21/94

Imogene D. Angelo
Notary Public

8/21/94

PEACH TREE BANCARD CORPORATION

(An Illinois Corporation)

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
James R. Elliott	President	2001 Butterfield Rd., #1300 Downers Grove, IL. 60515
Charles F. Hendershot	Vice President & General Counsel	2001 Butterfield Rd., #1300 Downers Grove, IL. 60515
Sue Adlesic	Vice President & C.F.O.	2001 Butterfield Rd., #1300 Downers Grove, IL. 60515
Judy L. Elliott	Secretary & Treasurer	2001 Butterfield Rd., #1300 Downers Grove, IL. 60515

DIRECTOR

<u>NAME</u>	<u>ADDRESS</u>
James R. Elliott	2001 Butterfield Rd., #1300 Downers Grove, IL. 60515



To all to whom these Presents Shall Come, Greeting:

I, Jim Edgar, Secretary of State of the State of Illinois, do hereby certify that

PEACH TREE BANCARD CORPORATION, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE AUGUST 18, 1987, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****

In Testimony Whereof, *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois this* _____ *1ST*
day of _____ **NOVEMBER** *A. D. 19* 90.



Jim Edgar

SECRETARY OF STATE