F01000004398

CSC

ACCOUNT NO. : 072100000032

REFERENCE : 430863 7143764

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 70.00

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01 AUG 20 PM 12:57
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 17, 2001

ORDER TIME : 10:0 AM

ORDER NO. : 430863-005

CUSTOMER NO: 7143764

CUSTOMER: Mr. Bruce R. Entman
Bruce R. Entman Attorney At
Suite 495
750 Lake Cook Road
Buffalo Grove, IL 60089

400004542074--8

FOREIGN FILINGS

BK

NAME: DCS ENTERPRISES, INC.

RECEIVED
01 AUG 20 AM 11:34
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

________ CERTIFIED COPY
XX PLAIN STAMPED COPY
________ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: ____________________

RESOLUTION

The undersigned, being the Assistant Secretary of DCS Enterprises, Inc., an Illinois corporation, does hereby certify that the following is a true and correct copy of a Resolution which was adopted by the Board of Directors of the corporation:

RESOLVED, that the corporation is authorized to make attempts to obtain Certificates of Authority in various States.

FURTHER RESOLVED, that the corporation is hereby authorized to adopt the use of an assumed corporate or fictitious name in order to transact business in the following State, because the corporate name is unavailable:

Florida

Name:

DSG Services Group, Inc.

RESOLVED, that Corporation Service Company is here by designated the Registered agent of the corporation in those States, as identified in the attached schedule of Registered Agency, which is attached hereto and incorporated herein, for all purposes for which Registered Agents are utilized and authorized in each such States.

AND, FURTHER RESOLVED, that the President, Executive Vice President and Assistant Secretary are hereby authorized to take any and all action they deem necessary in regard to such Certificates of Authority and assumed corporate or fictitious name.

Dated: August 15, 2001

DCS ENTERPRISES, INC.

BY: Jerry M. Kane

JERRY M. KANE, Assistant Secretary

FILED
01 AUG 20 PM 12: 57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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TALLAHASSEE, FLORIDA

1. DCS Enterprises, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Illinois
(State or country under the law of which it is incorporated)

3. 36-4359202
(FEI number, if applicable)

4. March 31, 2000
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 5 Revere Drive, Suite 200, Northbrook, Illinois 60062
(Principal office address)

Same as above.
(Current mailing address)

8. See attached Business Purpose Rider.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

10. **Registered agent's acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
by Margaret Pike, Asst Secretary
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. **Names and business addresses of officers and/or directors:**

A. DIRECTORS

Chairman: See attached officers/directors rider

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached officers/directors rider

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

DCS Enterprises, Inc.

13. By: Jerry M Kane

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jerry M. Kane, Executive Vice President

(Typed or printed name and capacity of person signing application)

DCS ENTERPRISES, INC.
BUSINESS PURPOSE RIDER

To engage in the business of debt collection and any and all services and business related thereto, as well as and including all lawful business for which corporations can be incorporated under the Illinois Business Corporation Act.

DCS ENTERPRISES, INC.
OFFICERS/DIRECTORS RIDER

President:	Robert M. Schwartz	5800 East Thomas Road, Suite 107 Scottsdale, Arizona 85251
Executive Vice President:	Jerry M. Kane	5 Revere Drive, Suite 200 Northbrook, Illinois 60062
Secretary:	Lea Schwartz	5800 East Thomas Road, Suite 107 Scottsdale, Arizona 85251
Assistant Secretary:	Jerry M. Kane	5 Revere Drive, Suite 200 Northbrook, Illinois 60062
Treasurer:	Jerry M. Kane	5 Revere Drive, Suite 200 Northbrook, Illinois 60062
Director:	Robert M. Schwartz	5800 East Thomas Road, Suite 107 Scottsdale, Arizona 85251
Director:	Jerry M. Kane	5 Revere Drive, Suite 200 Northbrook, Illinois 60062

File Number 6097-581-7

STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE

FILED
01 AUG 20 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that DCS ENTERPRISES, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE MARCH 31, 2000, 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***

SEAL OF THE STATE OF ILLINOIS
AUG. 26TH 1818

In Testimony Whereof, *I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this* 8TH *day of* AUGUST *A.D.* 2001.

Jesse White

SECRETARY OF STATE

C-260.1