

JUL-08-2004 12:57
Division of Corporations

CT CORPORATION

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

CitiFinancial Corporation

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

2004 JUL -8 A 11:51

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. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. CitiFinancial Corporation
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

CitiFinancial Corporation (Colorado)
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Colorado
(State or country under the law of which it is incorporated)
3. 52-0808447
(FEI number, if applicable)
4. December 28, 1964
(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. 300 St. Paul Place
(Principal office address)

Baltimore, Maryland 21202
(Current mailing address)
8. Consumer Finance Company
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(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.

CT Corporation System

By: Katherine A. Columbus, Assistant 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:

FILED**A. DIRECTORS**Chairman: see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: see attached list

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.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Teresa M. Baer, Assistant Secretary

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDACITIFINANCIAL CORPORATION
(a Colorado Corporation)

<u>Name and Title</u>	<u>Business Address</u>
Frank J. Patrecco, Director and President	300 St. Paul Place Baltimore, Maryland 21202
James P. Murphy, Director and Vice President	300 St. Paul Place Baltimore, Maryland 21202
David A. Smoley, Director and Vice President	300 St. Paul Place Baltimore, Maryland 21202
Robert M. Huxley, Treasurer	300 St. Paul Place Baltimore, Maryland 21202
Linda S. Davis, V.P. and Assistant Secretary	300 St. Paul Place Baltimore, Maryland 21202
Teresa M. Baer, Assistant Secretary	300 St. Paul Place Baltimore, Maryland 21202

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OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

2004 JUL -8 A 11:31

CERTIFICATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Donetta Davidson, as the Secretary of State of the State of Colorado, hereby certify that,
according to the records of this office,
CITIFINANCIAL CORPORATION

is a

Corporation

formed or registered on 12/28/1964 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19871177140 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 06/30/2004 that have been posted, and by documents delivered to this office electronically through 07/07/2004 @ 10:08:15 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 07/07/2004 @ 10:08:15 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6000904 .



A handwritten signature in cursive script that reads "Donetta Davidson".

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, www.sos.state.co.us/CertificateSearchCriteria.do, entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/>, click Business Center and select "Frequently Asked Questions."