



THE UNITED STATES  
CORPORATION  
COMPANY

822526

ACCOUNT NO. : 072100000032

REFERENCE : 584858 4382632

AUTHORIZATION

COST LIMIT

Patricia Pyjunt  
\$ 35.00

ORDER DATE : October 30, 1997

ORDER TIME : 11:01 AM

EFFECTIVE DATE

ORDER NO. : 584858-085

1-1-98

300002873363--4

CUSTOMER NO: 4382632

CUSTOMER: Ms. Karen Robb  
Associates Corporation Of  
250 Carpenter Freeway

Irving, TX 75062

FOREIGN FILINGS

NAME: FORD CONSUMER FINANCE COMPANY,  
INC.

XX PROFIT  
       NON-PROFIT

XX CORPORATE  
       LIMITED PARTNERSHIP

XXXX AMENDMENT

Note effective date 1-1-98

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

FILED  
97 DEC 16 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 DEC 16 PM 12:18  
DIVISION OF CORPORATION

NC  
ICR  
12/17

**PROFIT CORPORATION**

**EFFECTIVE DATE**

1-1-98

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE  
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

(Pursuant to s. 607.1504, F.S.)

**SECTION I**

(1-3 must be completed)

1. Ford Consumer Finance Company, Inc.

Name of corporation as it appears on the records of the Department of State.

2. New York

Incorporated under the laws of

3. March 19, 1969

Date authorized to do business in Florida

**FILED**  
97 DEC 16 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECTION II**

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/3/97 to be effective 1/1/98

5. Associates Home Equity Services, Inc.

Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

No Change

New Jurisdiction

Karen L. Robb  
Signature

Karen L. Robb

Typed or printed name

12-1-97

Date

Assistant Secretary

Title

**State of New York  
Department of State**

**ss:**

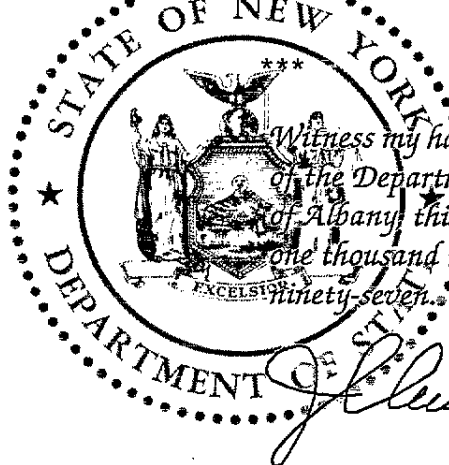
I hereby certify, that the certificate of incorporation of ASSOCIATES HOME EQUITY SERVICES, INC. was filed on 02/24/1967, under the name of HOMEMAKERS FINANCE SERVICE, INC., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department 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.

A Certificate of Amendment HOMEMAKERS FINANCE SERVICE, INC., changing name to PSFS CREDIT CORPORATION, was filed 02/10/1984.

A Certificate of Amendment PSFS CREDIT CORPORATION, changing name to MERITOR CREDIT CORPORATION, was filed 09/09/1985.

A Certificate of Amendment MERITOR CREDIT CORPORATION, changing name to FORD CONSUMER FINANCE COMPANY, INC., was filed 03/21/1989.

A Certificate of Amendment FORD CONSUMER FINANCE COMPANY, INC., changing name to ASSOCIATES HOME EQUITY SERVICES, INC., was filed 12/03/1997.



Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 03rd day of December  
one thousand nine hundred and  
ninety-seven.

*Special Deputy Secretary of State*