

CORNERSTONE

COLLECTION SUPPORT INC.

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

Friday, April 07, 2000

Dear ,

Enclosed is Unifund Corporation's application for a Certificate of Authority in your state. They have hired Cornerstone to assist them through the application process. Please forward any communication to my office.

Thank you in advance for your assistance!

Sincerely,



Sheila Richards
Licensing Specialist
Cornerstone Collection Support, Inc.

FILED
00 SEP 14 AM 10:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

100000005162

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Unifund Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

Melissa Lisenby

(Name of Person)

Cornerstone Collection Support, Inc.

(Firm/Company)

16 Norcross St., Suite 101,

(Address)

Roswell, GA 30075

(City/State/Zip)

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*****70.00 *****70.00

W 70371

Should you need to call someone concerning this matter, please call:

Cornerstone Collection Support, Inc.

(Name of Person)

at (770) 587-4595

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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W 70371



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 19, 2000

MELISSA LISEBY
CORNERSTONE COLLECTION SUPPORT, INC.
16 NORCROSS ST., SUITE 101
ROSWELL, GA 30075

SUBJECT: UNIFUND CORPORATION
Ref. Number: W00000010371

We have received your document for UNIFUND CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 300A00021530

Certification
2/10/00

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SEAL OF THE STATE
TALLAHASSEE FLORIDA

CORNERSTONE

COLLECTION SUPPORT INC.

Florida Department of State
Attn: Lee Rivers
Division of Corporations
409 E. Gaines Street
Tallahassee, FL. 32399

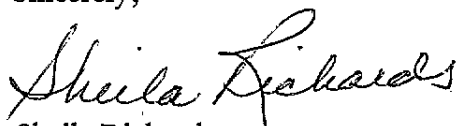
Friday, September 08, 2000

Dear Lee Rivers,

Enclosed is the requested Resolution of the Board of Directors for Unifund Corporation adopting the name Unifund Services Corporation.

Thank you for your patience and assistance.

Sincerely,



Sheila Richards
Licensing Specialist
Cornerstone Collection Support, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

I, the undersigned David Rosenberg, do hereby certify
(Name)

that this Resolution of the Board of Directors of Unifund Corporation

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Ohio,

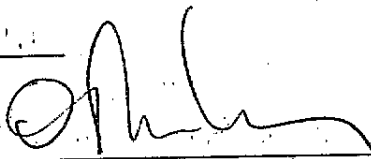
was duly adopted on June 5, 2000.

Be it resolved, that Unifund Corporation,
(Corporate Name)

organized and existing in the State of Ohio, hereby adopts the name

Unifund Services Corporation for use in Florida.

Dated: 6/5/00



Signature of either Chairman, Vice Chairman or any officer

David Rosenberg

Type or print Name

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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.*

1. Unifund Corporation
(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. Ohio
(State or country under the law of which it is incorporated)
3. 31-1209476
(FEI number, if applicable)
4. 3/26/87
(Date of incorporation)
5. _____
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Approval
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 11802 Conrey Rd., Suite 200
Cincinnati OH 45249
(Current mailing address)
8. Bill Collections
(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, FL. Florida, 33324
(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.

Mary R. Adams
(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.

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CLERK OF STATE
TALLAHASSEE FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: David George Rosenberg

Address: 11802 Conrey Rd.

Cincinnati OH 45249

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] MES.

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

14. David Rosenberg, President

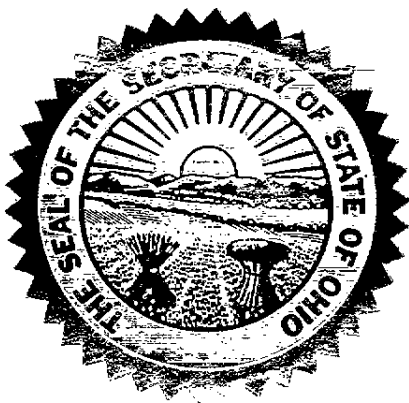
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

}

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show UNIFUND CORPORATION, an Ohio Corporation, Charter No. 698031, having its principal location in Dayton, county of Montgomery, was incorporated on March 30, 1987, is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official seal
at Columbus, Ohio on
April 3, 2000

J. Kenneth Blackwell

J. Kenneth Blackwell
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA