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Florida Department of State  
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**FOREIGN PROFIT QUALIFICATION****Western Financial Associate Solutions Inc.**

Certificate of Status	0
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Page Count	05 6
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JB  
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

January 27, 2004

CT CORPORATION SYSTEM

SUBJECT: WESTERN FINANCIAL ASSOCIATE SOLUTIONS INC.  
REF: W04000003494

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TALLAHASSEE, FLORIDA

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A brief description of the entity's nature of business must be included in the document.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6025.

Trevor Brumbley  
Document Specialist

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DIVISION OF CORPORATION

**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. Western Financial Associate Solutions 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. California 3. 20-0362710  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/03/2003 5. Perpetual  
(Date of incorporation) (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. 23 Pasteur Road, Irvine, CA 92618  
(Principal office address)
- same  
(Current mailing address)
8. Employee leasing - providing services of persons pursuant to extended term contractural arrangements  
(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: c/o C T Corporation System
- Office Address: 1200 South Pine Island Road
- Plantation, Florida 33324  
(City) (Zip code)
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**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:**

(Registered agent's signature)

M.T. FITZPATRICK  
ASSISTANT SECRETARY

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 ATTACHMENT

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: SEE ATTACHMENT

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

14. Manisha K. Merchant, Asst. Secretary

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

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**WESTERN FINANCIAL ASSOCIATE SOLUTIONS  
DIRECTORS AND OFFICERS LISTING**

Karen Marchak, Director & President	23 Pasteur Road Irvine, CA 92618
Lee Whatcott, Senior Vice President & CFO	23 Pasteur Road Irvine, CA 92618
Mark Olson, Director, Vice President and Controller	23 Pasteur Road Irvine, CA 92618
J. Keith Palmer, Director, Vice President and Treasurer	23 Pasteur Road Irvine, CA 92618
Shelley M. Chase, Vice President	23 Pasteur Road Irvine, CA 92618
Guy Du Bose, Secretary	23 Pasteur Road Irvine, CA 92618
Manisha K. Merchant, Assistant Secretary	23 Pasteur Road Irvine, CA 92618
Thomas A. Wolfe, Director	23 Pasteur Road Irvine, CA 92618



## SECRETARY OF STATE

### CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 3RD day of NOVEMBER, 2003, **WESTERN FINANCIAL ASSOCIATE SOLUTIONS** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal  
of the State of California this day  
of January 16, 2004.



*Kevin Shelley*  
KEVIN SHELLEY  
Secretary of State