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STATE
TALLAHASSEE FLORIDA



CORPORATION SERVICE COMPANY

FILED
04 DEC 20 PM 5:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 085411 5152702
AUTHORIZATION : *Patricia Pijets*
COST LIMIT : \$ 70.00

ORDER DATE : December 15, 2004
ORDER TIME : 10:58 AM
ORDER NO. : 085411-170
CUSTOMER NO: 5152702
CUSTOMER: Ms. Jeanie Ferguson
Blackwell Sanders Peper
Suite 2100
1620 Dodge Street
Omaha, NE 68102

FOREIGN FILINGS

NAME: WEST ASSET MANAGEMENT, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

RECEIVED
TALLAHASSEE, FLORIDA
DEC 20 11 11 AM
PH 5:22

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. West Asset Management, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 20-1802547
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/28/2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 11808 Miracle Hills Drive, Omaha, NE 68154
(Principal office address)

11808 Miracle Hills Drive, MS W11-Legal, Omaha, NE 68154
(Current mailing address)

8. Debt collection-commercial and consumer, first and third party
(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 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: [Signature]
(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)

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: (See Attached)

Address: _____

Vice President: _____

Address: _____

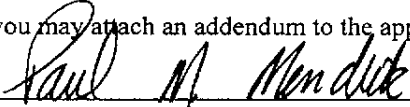
Secretary: _____

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. Paul M. Mendlik, CFO/Treasurer
(Typed or printed name and capacity of person signing application)

WEST ASSET MANAGEMENT, INC.

DIRECTORS

ADDRESSES

Gary Lee West	11808 Miracle Hills Drive, Omaha, NE 68154 (business) 9746 Ascot Drive, Omaha, NE 68114 (residential)
Mary Elaine West	11808 Miracle Hills Drive, Omaha, NE 68154 (business) 9746 Ascot Drive, Omaha, NE 68114 (residential)
Thomas Bernard Barker	11808 Miracle Hills Drive, Omaha, NE 68154 (business) 708 North 164 th Street, Omaha, NE 68118 (residential)

OFFICERS

TITLE

ADDRESS

Gary Lee West	Chairman of the Board	11808 Miracle Hills Drive, Omaha, NE 68154 (business) 9746 Ascot Drive, Omaha, NE 68114 (residential)
Mary Elaine West	Secretary/ Vice Chairman of the Board	11808 Miracle Hills Drive, Omaha, NE 68154 (business) 9746 Ascot Drive, Omaha, NE 68114 (residential)
Nancee Renee Berger	Chief Operating Officer	11808 Miracle Hills Drive, Omaha, NE 68154 (business) 12776 Lafayette Avenue, Omaha, NE 68154 (residential)
Paul Michael Mendlik	Chief Financial Officer, Treasurer	11808 Miracle Hills Drive, Omaha, NE 68154 (business) 24816 Jones Circle, Waterloo, NE 68069 (residential)
Darrell Tye Hanna	Executive Vice President	11808 Miracle Hills Drive, Omaha, NE 68154 (business) 5656 Broxton Circle, Norcross, GA 30092 (residential)
James Frederick Richards	President	5300 Oakbrook Parkway, Bldg 300, Ste 300, Norcross, GA 30093 (business) 1895 Honduras Ct., Marco Island, Florida 34145 (residential)
Thomas Bernard Barker	Chief Executive Officer	11808 Miracle Hills Drive, Omaha, NE 68154 (business) 708 North 164 th Street, Omaha, NE 68118 (residential)

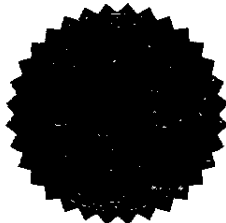
Date Taking Office for all is September 28, 2004

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WEST ASSET MANAGEMENT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF DECEMBER, A.D. 2004.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3539093

DATE: 12-10-04