

# F05000002456

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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JAN 14 2010

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Collect America Commercial Services, Inc.  
Name of Corporation

**DOCUMENT NUMBER:** F05000002456

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michelle Davis  
Name of Contact Person

SquareTwo Financial  
Firm/Company

4340 S. Monaco St., 2nd Floor  
Address

Denver, CO 80237  
City/State and Zip Code

mdavis@squaretwofinancial.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michelle Davis at ( 303 ) 713-2054  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- |   |   |   |   |
|---|---|---|---|
| <input type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|---|---|---|---|

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

FILED  
2010 JAN 12 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**F05000002456**

CEO / President  
(Title of person signing)

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "COLLECT AMERICA COMMERCIAL SERVICES, INC.", CHANGING ITS NAME FROM "COLLECT AMERICA COMMERCIAL SERVICES, INC." TO "SQUARETWO FINANCIAL COMMERCIAL FUNDING CORPORATION", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2009, AT 12:17 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3921804 8100

091111117

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7710447

DATE: 12-18-09

**AMENDMENT NO. 2 TO THE  
CERTIFICATE OF INCORPORATION**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:17 PM 12/17/2009  
FILED 12:17 PM 12/17/2009  
SRV 09111117 - 3921804 FILE

**OF**

**COLLECT AMERICA COMMERCIAL SERVICES, INC.**

Collect America Commercial Services, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), does hereby certify as follows:

- A. The name of the Corporation is "Collect America Commercial Services, Inc." The date of filing of the original Certificate of Incorporation of the Corporation with the Secretary of State of the State of Delaware was February 4, 2005.
- B. This Amendment No. 2 to the Certificate of Incorporation has been duly approved by the Board of Directors of the Corporation.
- C. This Amendment No. 2 to the Certificate of Incorporation has been duly approved by the stockholders of the Corporation.
- D. The text of the Certificate of Incorporation of the Corporation is hereby amended as follows:

FIRST: The name of the Corporation is:  
SquareTwo Financial Commercial Funding Corporation

- E. That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
- F. That except for the amendment set forth above, the Certificate of Incorporation shall remain unchanged.

IN WITNESS WHEREOF, the Corporation has caused this Amendment No. 2 to the Certificate of Incorporation to be signed by Julie Kaplan, its President, this 16<sup>th</sup> day of December, 2009.

  
Julie Kaplan, President