

FD5000003749

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

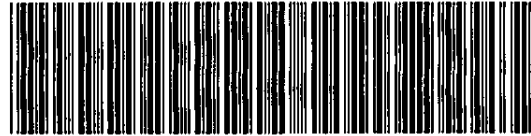
(Document Number)

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2010 DEC -1 P 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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12-1-10

COVER LETTER

TO: Amendment Section  
Division of Corporations

SUBJECT: Flagship Credit Corporation  
Name of Corporation

DOCUMENT NUMBER: FDSD0000 3749

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jennifer Barrett Gauna  
Name of Contact Person

ECFC Holdings Inc.  
Firm/Company

3 Christy Drive, Suite 201  
Address

Chadds Ford, PA 19317  
City/State and Zip Code

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

For further information concerning this matter, please call:

Jennifer Barrett Gauna at ( 610 ) 717-1954  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☒ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
10 DEC -1 AM 8:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 15, 2010

JENNIFER BARRETT GAVNA  
ECFC HOLDINGS INC.  
3 CHRISTY DRIVE, SUITE 201  
CHADDS FORD, PA 19317

SUBJECT: FLAGSHIP CREDIT CORPORATION  
Ref. Number: F05000003749

We have received your document for FLAGSHIP CREDIT CORPORATION and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

The filing of the corporate annual report is the proper vehicle to notify the Division of the change in officers or directors for your corporation. Your current year annual report has already been filed. If you wish to properly notify the Division of the change(s), you must file an amended annual report on-line at our website, [www.sunbiz.org](http://www.sunbiz.org). The fee to file an amended annual report is \$61.25.

The fee to resign as officer/director for a corporation is \$35 per person resigning.

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) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 410A00026683

**PROFIT CORPORATION**  
**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)**

F0500000 3749  
(Document number of corporation (if known))

**FILED**  
2010 DEC - 1 P 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Flagship Credit Corporation  
(Name of corporation as it appears on the records of the Department of State)
2. Delaware  
(Incorporated under laws of)
3. 6/28/05  
(Date authorized to do business in 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? 9/8/10

5. ECFC Holdings 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)
- N/A  
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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

N/A  
(New duration)

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

N/A  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Joseph Tomei  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Joseph Tomei  
(Typed or printed name of person signing)

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 "FLAGSHIP CREDIT CORPORATION", CHANGING ITS NAME FROM "FLAGSHIP CREDIT CORPORATION" TO "ECFC HOLDINGS INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF SEPTEMBER, A.D. 2010, AT 1:30 O'CLOCK P.M.

3971495 8100

101110732

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: 8370494

DATE: 11-22-10

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:30 PM 09/08/2010  
FILED 01:30 PM 09/08/2010  
SRV 100891337 - 3971495 FILE

*Second Amendment  
to the  
Amended and Restated Certificate of Incorporation  
of  
Flagship Credit Corporation*

*Pursuant to Section 242 of the General Corporation Law of the State of Delaware*

FLAGSHIP CREDIT CORPORATION, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

**DOES HEREBY CERTIFY:**

**FIRST:** That by Unanimous Consent in Writing of the Board of Directors of the Corporation resolutions were duly adopted setting forth a proposed amendment of the Amended and Restated Certificate of Incorporation of said Corporation, declaring said amendment to be advisable and submitting such proposed amendment to the stockholders of said Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

"RESOLVED, that the Amended and Restated Certificate of Incorporation of the Corporation be amended so that, as amended, Article FIRST thereof shall be and read as follows:

FIRST: The name of the corporation is ECFC Holdings Inc."

**SECOND:** That thereafter, pursuant to the resolutions of the Board of Directors, the proposed amendment was approved by the necessary number of shares as required by statute of the issued and outstanding stock of the Corporation by written consent dated August 27, 2010.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 and Section 228 of the General Corporation Law of the State of Delaware.

**FOURTH:** That this Second Amendment to the Amended and Restated Certificate of Incorporation shall become effective at the date and time of filing with the Secretary of State of the State of Delaware.

**IN WITNESS WHEREOF,** the Corporation has caused this Second Amendment to the Amended and Restated Certificate of Incorporation to be signed by Michael Ritter, its Chief Executive Officer, this 31st day of August, 2010.

FLAGSHIP CREDIT CORPORATION

By: 

Michael C. Ritter  
Chief Executive Officer