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CR2E031 (1-89)

"APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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:

 OFSA FUNDING CORP. (Name of corporation: must include the word "INCORPORATED", "COMP abbreviations of like import in language as will clearly indicate that it is a corporation or partnership if not so contained in the name at present.) 	ANY", "CORPORATION", or words or corporation instead of a natural person
2. Delaware	3 62-1617485
(State or country under the law of which it is incorporated)	(FEI number, if applicable)
4. September 21, 1995 (Date of incorporation) 5. Perpetual (Duration: Year co	rp. will cease to exist or "perpetual")
6. Upon Qualification (Date first transacted business in Florida, (See sections 607.1501, 607.150)	02, and 817.158, F.S.))
7. 100 NW 12TH AVE. DEERFIELD BEACH, Florida 33442	AS 9
(Current mailing address)	5 DE 1
8. See attached purpose clause (Purpose(s) of corporation authorized in home state or country to be carried Florida)	ASSER OF ST
Name and street address of Florida registered agent:	WE WILL
Name: C T Corporation System	-
C/o C T Corporation System, 1200 South	Pine
Plantation , Florida, 33324 (Zip Code)	
10. Registered agent acceptance: Having been named as registered agent and to accept service of process for to designated in this application. I hereby accept the appointment as registered a further agree to comply with the provisions of all statutes relative to the proper and I am familiar with and accept the obligation of my position as registered a C T Corporation System	egent and agree to act in this capacity. I

(Registered agent's signature) (Officer)
PANYA M. VILLAR
SECUL ASSISTANT SECULIARY

(Type Name and Title of Officer)

(FL - 2189 - 11/16/94)

- 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 addresses of officers and/or directors:

A.	DIRECTORS	
	Chairman:	
	Address:	· · · · · · · · · · · · · · · · · · ·
	Vice Chairman:	
	Address:	
	Director: See attached list of directors	·· <u>·</u>
	Address:	
	Director:	
	Address:	
В.	OFFICERS	95 SEC
	President: See attached list of officers	OCT 20 RETARY AHASSE
	Address:	Y OF PH
	Vice President:	
	Address:	
	Secretary:	
	Address:	
		

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Directors of OFSA FUNDING CORP.

- 1. LAWRENCE S. RICH 100 NW 12TH AVE DEERFIELD BEACH, Florida 33442
- 2. PATRICIA G. MORAN 100 NW 12TH AVE DEERFIELD BEACH, Florida 33442
- 3. MICHAEL NIXON 100 NW 12TH AVE DEERFIELD BEACH, Florida 33442
- 4. CHRIS WHEELER
 2225 GLADES RD.
 BOCA RATON, Florida 33431
- 5. JEFFREY B. SHAPIRO 801 BRICKELL AVE. SUITE 1501 MIAMI, Florida 33131

95 OCT 20 PH 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Officers of OFSA FUNDING CORP.

- MICHAEL NIXON, PRESIDENT 100 NW 12TH AVE. DEERFIELD BEACH, Florida 33442
- COLIN BROWN, EXEC. V.P. & GENERAL COUNSEL 100 NW 12TH AVE DEERFIELD BEACH, Florida 33442
- JOHN J. WHELAN, SECRETARY 100 NW 12TH AVE DEERFIELD BEACH, Florida 33442
- 4. A. TUCKER ALIEN, TREASURER 100 NW 12TH AVE DEERFIELD BEACH, Florida 33442
- 5. ARTHUR MIRANDI, ASST. TREASURER 100 NW 12TH AVE DEERFIELD BEACH, Florida 33442
- 6. PATRICK OSSENBECK, ASST. TREASURER 100 NW 12TH AVE DEERFIELD BEACH, Florida 33442
- 7. JEFFREY HAYMAN, ASST. SECRETARY 100 NW 12TH AVE DEERFIELD BEACH, Florida 33442

95 OCT 20 PH 2:21
SECRETARY OF STATE
TALLAHASSEE, FI OBIN

Trea	surer:
Add	ress:
NOTE: If necess and/or directors.	ary, you may attach an addendum to the application listing additional officers
13. John	hluly,
application)	thairman, Vice Chairman, or any officer listed in number 12 of the
14. JOHN J. WH	ed name and capacity of person signing application)

95 OCT 20 PH 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Purpose Clause of OFSA FUNDING CORP.

To acquire, own, hold, sell, service, transfer or pledge, or otherwise dispose of, interests in and servicing responsibilities with respect to accounts, chattel paper, intangibles instruments, contracts and other receivables and any related contracts or agreements.

95 OCT 20 PH 2: 21
SECRETARY OF STATE
TALL AHASSEE

Staje of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OFSA FUNDING CORP." 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 NINETEENTH DAY OF OCTOBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

95 OCT 20 PH 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORING



Edward J. Freel, Secretary of State

AUTHENTICATION:

7679764

DATE:

10-19-95

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ddress Tallahaasee, Fb 32:		SDEC 20 PH
City State Zip	Phone	300064585999
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CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

Name of corporation as it appears within the records of the Department of State 2. Incorporated under laws of: Delaware 3. Date authorized to do business in Florida: October 20, 1995 SECTION II (4-7 complete only the applicable changes) 3. If the amendment changes the name of the corporation, when was the effected under the laws of its jurisdiction of incorporation? December 13, 1995 5. Name of corporation after the amendment, adding suffix "corporation," "company corporated," or appropriate abbreviation, if not contained in new name of the corporation. SET ACCEPTANCE CORP. 5. If the amendment changes the period of duration, indicate new period of duration. 7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.	OPSA FUNDING CORP.		1
Date authorized to do business in Florida: October 20, 1995 ECTION II (4-7 complete only the applicable changes) If the amendment changes the name of the corporation, when was the charge changes the laws of its jurisdiction of incorporation? December 13, 1995 Name of corporation after the amendment, adding suffix "corporation," "company or porated," or appropriate abbreviation, if not contained in new name of the corpor SET ACCEPTANCE CORP. If the amendment changes the period of duration, indicate new period of duration.	Name of corporation as it a	ppears within the records of the Department	t of State.
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	Name of corporation after the appropriate abbrevent of appropriate abbrevent of acceptance corp. If the amendment changes the page 1985 and 1985 a	viation, if not contained in new name of the	corporation.
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December 15, 1995	Name of corporation after the appropriate abbrevented," or appropriate abbrevented abbrevented abbrevented acceptance corp. If the amendment changes the page 2 is a second above abbrevented abbreve	viation, if not contained in new name of the	corporation.

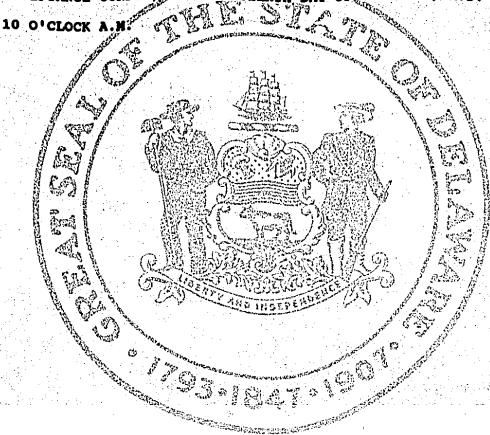
James Willoughby, Jr.

Vice President

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THAT THE SAID "OFSA FUNDING CORP.",
FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "SET
ACCEPTANCE CORP.", THE THIRTEENTH DAY OF DECEMBER, A.D. 1995, AT





Edward J. Freel, Secretary of State

AUTHENTICATION:

7752727

DATE:

12-15-95

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CR2E031 (1-89)

W.P. Veriller

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he corporation agrees to no nailing address. James Willoughby, Jr.	(Mailing Address) Deerfield Beach, Florida 33442 (City - State - Zip) tify the Department of State in the future	