

F96000008



ACCOUNT NO. : 072100000032  
REFERENCE : 840149 4717814  
AUTHORIZATION :  
COST LIMIT : \$ PPD

ORDER DATE : February 8, 1996

ORDER TIME : 11:30 AM

ORDER NO. : 840149

CUSTOMER NO: 4717814

CUSTOMER: Mr. Joseph Hlavacek  
Thorn Americas  
8200 E. Thorn Drive

Wichita, KS 67226

100001720571  
-02/21/96--01056--031  
\*\*\*\*122.50 \*\*\*\*122.50

FOREIGN FILINGS

NAME: ADVANTAGE COMPANIES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 FEB 21 PM 1:49  
4/2/96

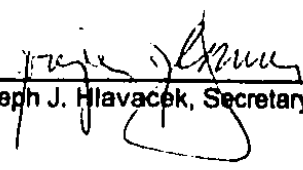
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96 FEB 21 PM 12:09  
DIVISION OF CORPORATIONS

### SECRETARY'S CERTIFICATE

Joseph J. Hlavacek, Secretary of Advantage Companies, Inc, a corporation duly organized under the laws of the State of Delaware, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted at a special meeting held on the 18th day of February, 1996.

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation hereby adopts the fictitious name "Rent-A-Center of Florida Co." for use in transacting business in the State of Florida pursuant to Section 607.1056, Florida Business Corporation Act, and

"FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause this corporation to use the said fictitious name in the transaction of business in the State of Florida."

  
Joseph J. Hlavacek, Secretary

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SECRETARY OF STATE  
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96 FEB 21 PM 1:49

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:**

1. Advantage Companies, 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. Delaware 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 11, 1994 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 2, 1996  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 8200 East THORN Drive, Wichita, Kansas 67226-2799

(Current mailing address)

8. Retail rentals of durable household goods

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street

Tallahassee

, Florida, 32301

(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.*

By: 

(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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: John H. Slaymaker

Address: 2171 West 18th  
Wichita, Kansas 67203

Vice Chairman: Randy L. Underwood

Address: #9 Douglas  
Wichita, Kansas 67207

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

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

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

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

B. OFFICERS

President: John H. Slaymaker

Address: 2171 West 18th  
Wichita, Kansas 67203

Vice President: Randy L. Underwood Vincent G. Watkins

Address: #9 Douglas 8220 East Oxford Circle #6202  
Wichita, Kansas 67207 Wichita, KS 67226

Secretary: Joseph J. Hlavacek

Address: 1435 N. Leunette  
Wichita, Kansas 67203

Treasurer: Phyllis Grief

Address: 4110 N. Tara Circle  
Wichita, Kansas 67226

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Vincent G. Watkins, Vice President  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
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State of Delaware

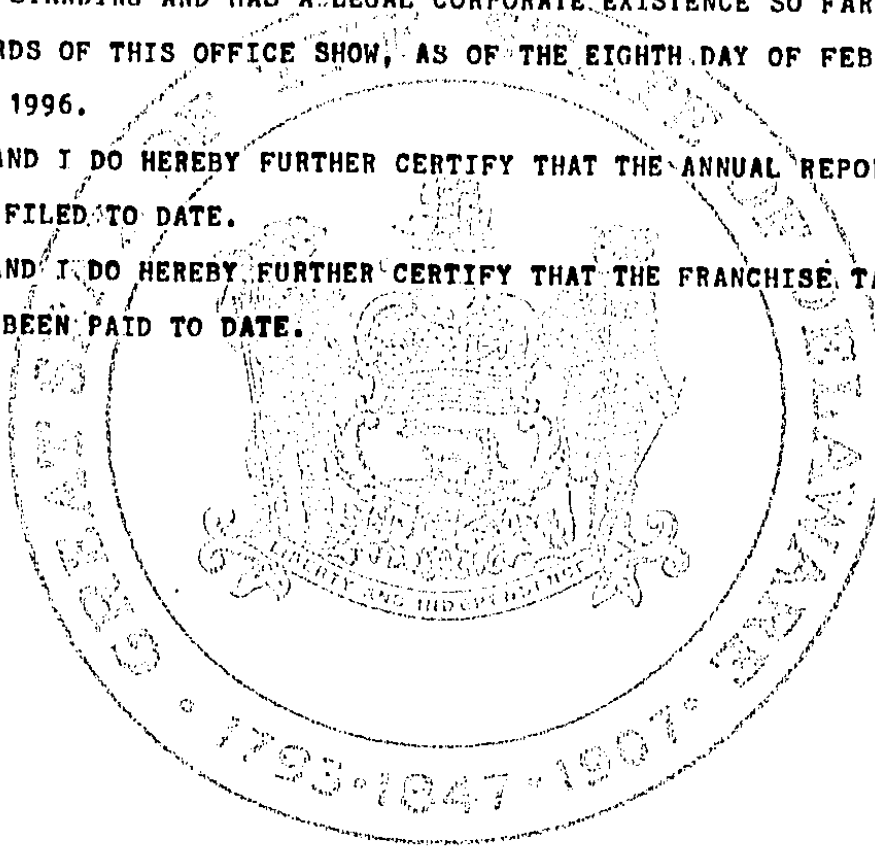
PAGE 1

*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADVANTAGE COMPANIES, 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 EIGHTH DAY OF FEBRUARY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB 21 PM 1:49



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7821241

DATE: 02-08-96