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THE UNITED STATES CORPORATION			
	ACCOUNT NO. : 0	7210000032	
	REFERENCE : 3	43859 430433	5
	AUTHORIZATION :	Patricia. F.	mu t
	COST LIMIT : \$	35.00	The state of the s
ORDER DATE :	April 25, 1997	na	
ORDER TIME :	11:12 AM	(hanse C
ORDER NO. :	343859-175	60000	21656065
CUSTOMER NO:	4304335		
Si 20	s. Teri Gomez irkland & Ellis nite 5400 00 East Randolph Drive nicago, IL 60601		97 SECR
	FOREIGN FILING	<u>38</u>	FILED AY -5 PH TASSEE, FL
NAME:	MCCS ACQUSITION, 1	INC.	D PH 2: 46 STATE FLORIDA
XX PROFIT NON-PRO		CORPORATE LIMITED PART	NERSHIP
XXXX AMENDME	1T		
	N THE FOLLOWING AS PROC	OF OF FILING:	
XX PLAII	IFIED COPY N STAMPED COPY IFICATE OF GOOD STANDING ON: Warren Whittaker	567	REC 97 May -s bivision of c
CONTACT EDUCA	Zata Hazaria Hill Council		Ω 51 ₃₂₁

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ICH OF CURPORATION

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) MCCS Acquisition, Inc. Name of corporation as it appears on the records of the Department of State. Delaware Incorporated under the laws of 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? Metropolitan Consumer Collection Services, 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. 6. If the amendment changes the period of duration, indicate new period of duration. **New Duration** 7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction. **New Jurisdiction**

Signature

John Bolduc

Typed or printed name

4/15/97

Date

Title

Executive 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 "MCCS ACQUISITION, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "METROPOLITAN CONSUMER COLLECTION SERVICES, INC.", THE FIFTEENTH DAY OF APRIL, A.D. 1997, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

DATE:

AUTHENTICATION:

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04-30-97