

F98000001589



ACCOUNT NO. : 072100000032

REFERENCE : 714848 4355058

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 70.00

ORDER DATE : February 20, 1998

ORDER TIME : 9:19 AM

ORDER NO. : 714848-015

CUSTOMER NO: 4355058

CUSTOMER: Gina M. Reeder, Legal Asst
Minkin & Snyder
One Buckhead Plaza
3060 Peachtree Road, Ste.#1100
Atlanta, GA 30305

400002463294--1

FOREIGN FILINGS

NAME: CONSUMER FINANCIAL
NETWORK, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 20 AM 11:54

mtm
3/20

RECEIVED
98 MAR 20 AM 10:40
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 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:

1. CONSUMER FINANCIAL NETWORK, 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
(State or country under the law of which it is incorporated)
3. 58-2289037
(FEI number, if applicable)
4. 10-29-96
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1888 EMERY STREET, ATLANTA, GA 30318

(Current mailing address)

8. GENERAL
(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:** (P.O. Box or Mail Drop Box acceptable)

Name: Corporation Service Company

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.

Rachel Seaway
(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: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

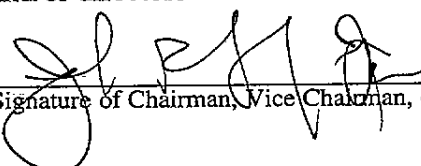
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Joseph F. Switzer, Jr. President
(Typed or printed name and capacity of person signing application)

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CEN

Stockholders, Officers & Directors

Consumer Financial Network, Inc.
100% Stockholder
1888 Emery St.
Atlanta, GA 30318

U. Bertram Ellis, Jr.
C.O.B. & Director
1180 Northmoor Ct.
Atlanta, GA 30305

Business Address: 1888 Emery St.
Atlanta, GA 30318

James R. Rocco
C.E.O.
1853 Ardmore Rd.
Atlanta, GA 30309
SS# 106-42-0394
D.O.B. 9/30/54

Business Address: 1888 Emery St.
Atlanta, GA 30318

Joseph F. Switzer
President
300 Intrepid Ct
Alpharetta, GA 30202
SS# 489-52-3962
D.O.B. 4/04/55

Business Address: 1888 Emery St.
Atlanta, GA 30318

James F. Ganley
Vice President & Controller
4605 Avocet Dr.
Norcross, GA 30092
SS# 110-54-3442
D.O.B. 12/18/60

Business Address: 1888 Emery St.
Atlanta, GA 30318

James V. Sandry
Executive Vice President & Treasurer
5373 Blue Iris Ct.
Norcross, GA 30092
SS# 289-60-0184
D.O.B. 4/13/63

Business Address: 1888 Emery St.
Atlanta, GA 30318

James S. Altenbach
Secretary
512 Reston Mill Ln.
Marietta, GA 30067
SS# 255-90-9175
D.O.B. 9/12/51

Business Address: 3060 Peachtree St.
Suite 110
Atlanta, GA 30309

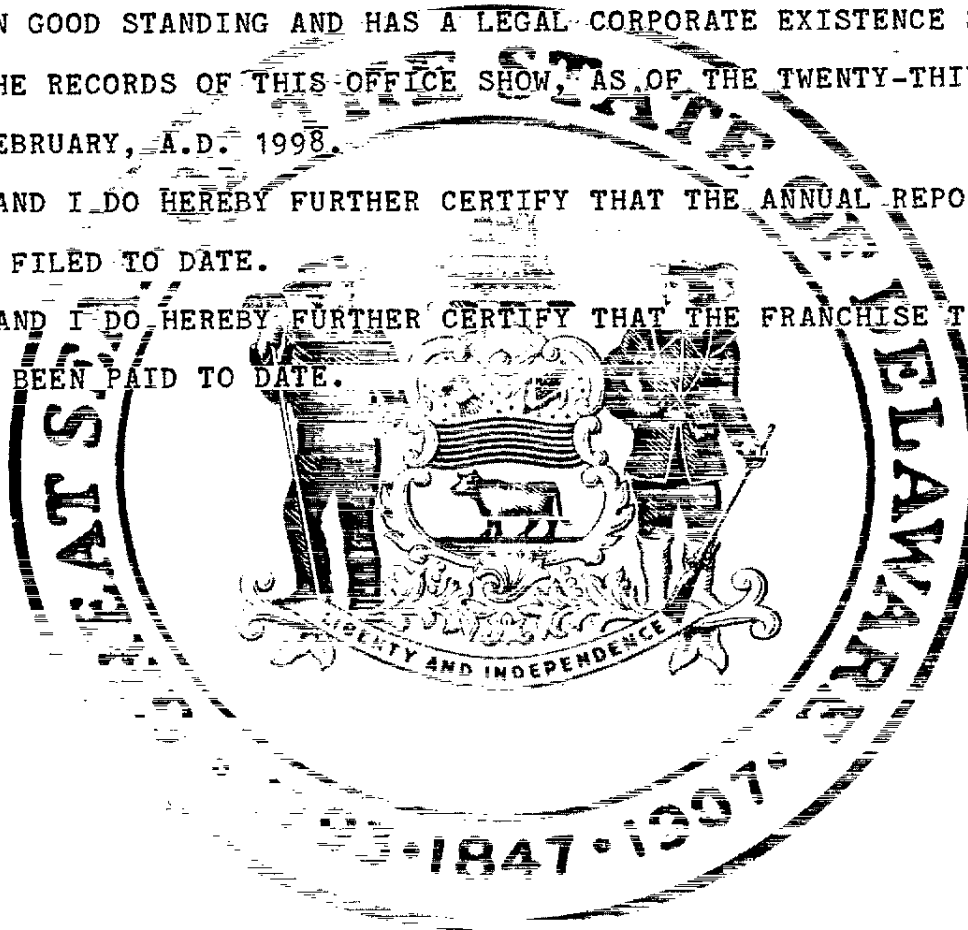
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONSUMER FINANCIAL NETWORK, 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 TWENTY-THIRD DAY OF FEBRUARY, A.D. 1998.

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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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8934298
DATE: 02-23-98