

F98000005236

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: West Capital Financial Services Corp
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

Christy McCranie
(Name of Person)

Cornerstone Collection Support, Inc.
(Firm/Company)

8725 Roswell Road Suite 0-126
(Address)

Atlanta, Georgia 30350
(City/State/Zip)

100002642081-9
-09/17/98--01055--004
*****70.00 *****70.00

Should you need to call someone concerning this matter, please call:

Christy McCranie
(Name of Person)

at (770) 587-4595
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 SEP 17 PM 1:02

FILED

9/17/98

Cornerstone Collection Support, Inc.
8725 Roswell Road, Suite 0-126
Atlanta, Georgia 30350
Telephone (770) 587-4595 Fax (770) 587-2440

Qualification /Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, TL. 323214

September 3, 1998

Dear Sir/Madam,

Enclosed is an application for West Capital Financial Services Corp. to do business in your state. If you need any additional information or require any further information please feel free to call. Thank you.

Christy McCranie

Christy McCranie
President
Cornerstone Collection Support, Inc.

FILED
98 SEP 17 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. West Capital Financial Services Corp
(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. California 3. 33-0337177
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/18/1988 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Approval
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 5775 Roscoe Court
San Diego CA 92123
(Current • mailing address)
8. Bill Collections
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, FL. Florida, 33324
(Zip code)

FILED
98 SEP 17 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Dale W. Morris
(Registered agent's signature)

DALE W. MORRIS
ASSISTANT VICE PRESIDENT

I 1. 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: (Street address ONLY - P.O. Box NOT acceptable)

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: See Attached List of Directors

Address: _____

Director: _____

Address: _____

FILED
98 SEP 17 PM 1:02
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

President: Carl C. Gregory III

Address: 5775 Roscoe Court

San Diego CA. 92123

Vice President: Manuel Occiano

Address: 5775 Roscoe Court

San Diego CA. 92123

Secretary: Barry Barkley

Address: 5775 Roscoe Court

San Diego Ca. 92123

Treasurer: Barry R. Barkley

Address: 5775 Roscoe Court

San Diego CA. 92123

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

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

14. Barry B. Barkley, Secretary
(Typed or printed name and capacity of person signing application)

**WEST CAPITAL FINANCIAL SERVICES CORPORATION LIST OF
DIRECTORS**

James J. Huser
2361 Rosecrans Ave., Ste. 370
El Segundo, CA. 90245

Homer Mck. Rees
816 North St.
Greenwich, CT. 06831

James K. Hunt
1999 Avenue of the Stars
Los Angeles, CA. 90067

John G. Lapham, III
1999 Avenue of the Stars
Los Angeles, CA. 90067

FILED
98 SEP 17 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 18th day of October, 19 88,

WEST CAPITAL FINANCIAL SERVICES CORP.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of

August 13, 1998



Bill Jones

Secretary of State

FILED
98 SEP 17 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA