



THE UNITED STATES
CORPORATION
COMPANY

E980000006557

ACCOUNT NO. : 072100000032

REFERENCE : 047456 5048609

AUTHORIZATION : Patricia Pujols

COST LIMIT : \$ 70.00

ORDER DATE : December 1, 1998

ORDER TIME : 9:56 AM

ORDER NO. : 047456-005

CUSTOMER NO: 5048609

100002700081--8

CUSTOMER: Mr. Kevin M. Stewart
Genus Credit Management
10500 Little Patuxent Pkwy
Suite 750
Columbia, MD 21044

RECEIVED
99 DEC -2 AM 10:59
DIVISION OF CORPORATIONS

FOREIGN FILINGS

NAME: GENUS CREDIT MANAGEMENT
CORPORATION

FILED
98 DEC -2 AM 11:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

LR 12/2

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

11. 00 30 (111) 17-20 000 1000

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Genus Credit Management Corporation

(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Maryland

(State or country under the law of which it is incorporated)

3. 52-1799746

(FBI number, if applicable)

4. 12/18/92

(Date of Incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification to do so

(Date corporation first conducted Affairs in Florida -
See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 10500 Little Patuxent Parkway, Suite 750

Columbia, Maryland 21044

(Current mailing address)

8. Non-profit consumer credit counseling agency

(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:

Corporation Service Company

(Name)

1201 Hays Street

(Office address)

Tallahassee

(City)

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: Anthony J. Johnson

(Registered agent's signature)

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

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

Trustee:

Chairman: See Attached Sheet for List of Trustees

Address:

Trustee:

Vice Chairman:

Address:

Trustee:

Director:

Address:

Trustee:

Director:

Address:

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

CEO/President: David C. Jones

Address: 4600 Ten Oaks Road

Dayton, Maryland 21036

Executive Vice President: Robert J. Barrett

Address: 7817 Cedrela Drive

Pasadena, Maryland 21122

Secretary: Etta Wagner Money

Address: 8125 Brightridge Court, Ellicott City, Maryland 21043

Treasurer: Etta Wagner Money

Address: 8125 Brightridge Court, Ellicott City, Maryland 21043

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)

ROBERT J. BARRETT EXECUTIVE V.P.

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

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Addendum to:

Application by Foreign Not for Profit Corporation for Authorization to Conduct its
Affairs in Florida - GENUS CREDIT MANAGEMENT CORPORATION

Paragraph 12:

Trustee (ex-officio): David C. Jones
Address: 4600 Ten Oaks Road
Dayton, Maryland 21036

Trustee: Daniel M. Cayelli
Address: 9457 Copenhaver Drive
Potomac, Maryland 20854

Trustee: James E. Harris
Address: 4987 Threshfield Court
Ellicott City, Maryland 21403

Trustee: Norris W. Overton
Address: 7608 Timberly Court
McLean, Virginia 22102

Trustee: Flora L. Williams
Address: 1262 Matthews Hall
West Lafayette, Indiana 47907-1262

Trustee: Douglas E. Wann
Address: 526 Inglewood Road
Bel Air, Maryland 21015

Trustee: Lonnie M. Ritzer, Esquire
Address: 36 S. Charles Street, Twentieth Floor
Baltimore, Maryland 21201-3147

Trustee: Richard F. Anderson
Address: 601 Pennsylvania Avenue, N.W.
North Building, Suite 300
Washington, D.C. 20004

Trustee: Richard Carr
Address: 410 Nebraska Avenue, N.W.
Washington, D.C. 20016

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STATE OF MARYLAND

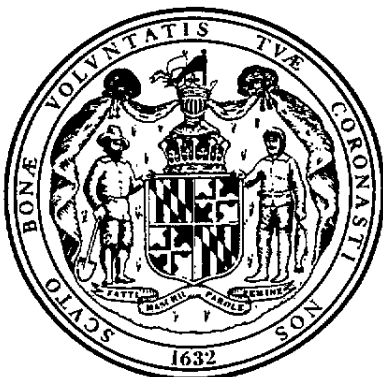
681135

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, BETTY CHASE OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT GENUS CREDIT MANAGEMENT CORPORATION IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 12TH DAY OF NOVEMBER, 1998.

Betty Chase
BETTY CHASE
CHARTER DIVISION

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TALLAHASSEE FLORIDA