Metris Companies Inc. 600 South Highway 169 Interchange Tower Suite 300 St. Louis Park, MN 55426-1222

Phone 612 525-5020 Fax 612 593-4746

06/18/33--01075--002 \*\*\*\*\*70.00 \*\*\*\*\*70.00

June 17, 1999

#### VIA UPS

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

RE: Metris Recovery Services, Inc.

Dear Sir or Madam:

Enclosed herewith for filing is one original and one copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida for the above-referenced corporation, together with a Good Standing Certificate as issued by the Delaware Secretary of State. Also enclosed is a check in the amount of \$70 in payment of your filing fee.

Please return the Certificate of Authority to me in the enclosed self-addressed, stamped envelope.

If you have any questions or problems with these filings, please do not hesitate to call me at (612) 525-4987.

Name
Availability
Document
Examiner
Updater
Updater
Verifyer
Enclosures
AMG/amg
W. P. Verifyer

Very truly yours,

METRIS COMPANIES INC.

Amy M. Greene

Paralegal

ISION 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:

i	Metris Recovery Services, 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.	State of Delaware 3.	41-194090 (FEI numb	6	<u></u>
	,		er, if applicable)	DIVIO SE
1	April 12, 1999	Perpetual	⊒	5 CZ
т.	(Date of Incorporation)	(Duration: Year corp. will "perpetual")	cease to exist or	OF CO
6.	upon qualification	07 1501 607 1502 AND 81	7155 FS) = =	RPORA 
	(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)			
7.	6909 East Greenway Parkway			<u></u>
(Current mailing address)  Collection Agency and any and all lawful acts or activities for which corporations may be formed.  (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)  Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)				
	Name: Corporation Service Compan	-3	ž- ,	
	Office Address: 1201 Hays Street	<u>,</u>	•	uther day
	Tallahassee	Florida .	32301	
10	O. Registered agent's acceptance:	, , Florida , _	(Zip Code)	_
	<del>-</del>	_		<b>.</b>
ce re	laving been named as registered agent and to accessorporation at the place designated in this applicate agent and agree to act in this capacity. I fill statutes relative to the proper and complete perform accept the obligations of my position as registered Corporakion, Service Company	ition, I hereby accept irther agree to comply mance of my duties, a	the appoinime with the provisio	ons of

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.

(Registered agent's signature)

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

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

Lorraine E.

#### RIDER

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA OF METRIS RECOVERY SERVICES, INC.

#### OFFICERS AND DIRECTORS

#### Directors

Ronald N. Zebeck 600 South Highway 169 Suite 1800 St. Louis Park, MN 55426

David D. Wesselink 600 South Highway 169 Suite 1800 St. Louis Park, MN 55426 Z. Jill Barclift 600 South Highway 169 Suite 1800 St. Louis Park, MN 55426

David R. Reak 6909 East Greenway Parkway Scottsdale, AZ 85254

#### Officers

David R. Reak - President 6909 East Greenway Parkway Scottsdale, AZ 85254

Earl Slack - Vice President 8020 Corporate Drive White Marsh, MD 21236 Jean Benson - Treasurer 600 South Highway 169 Suite 1800 St. Louis Park, MN 55426

Lorraine E. Waller - Secretary 600 South Highway 169 Suite 1800 St. Louis Park, MN 55426

## State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "METRIS RECOVERY SERVICES, INC." IS

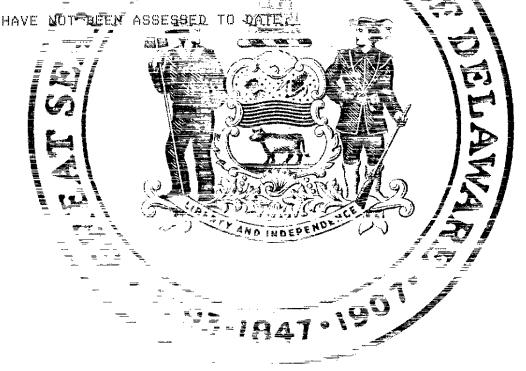
DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS

IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS

THE RECORDS OF THIS OFFICE SHOW, AS OF THE EDURTH DAY OF JUNE,

A.D. 1999

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANKHISE TAXES





Edward J. Freel, Secretary of State

AUTHENTICATION:

9785112

991223734

3028659

8300

DATE:

06-04-99.\_