

Document Number Only

F99000005894

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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*****70.00 *****70.00

CORPORATION(S) NAME

FINOVA Loan Administration Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
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Examiner _____
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Verifier _____
Acknowledgement _____
W.P. Verifier _____

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99 NOV 15 AM 11:36
TALLAHASSEE, FL 32301

99 NOV 15 PM 2:01
FIELD STATION
SECRETARY OF CORPORATIONS
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:

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1. FINOVA Loan Administration 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. Utah

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

3. 87-0460709

(FEI number, if applicable)

4. October 18, 1988

(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. 1850 N. Central Ave., Phoenix, Arizona 85004

(Current mailing address)

8. Commercial Receivables Servicing Business

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Vickie M. Prince

(Registered agent's signature) (Officer)

Vickie M. Prince

Assistant Secretary

(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

13.

Betty J. Pecha

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

14.

Betty J. Pecha, Vice President

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

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Directors & Officers

FINOVA Loan Administration Inc.

Name	Title	Business Address	Residence Address
Bender, Michael A.	Director	19900 MacArthur Blvd. Irvine, CA 92612	27006 Pacific Terrace Drive Mission Viejo, CA 92692
Brandes, R.J.	Director	19900 MacArthur Blvd. Suite 1100 Irvine, CA 92612	1001 Marian Lane Newport Beach, CA 92660
Eichenfield, Samuel L.	Director	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	6936 N Mummy Mountain Rd Paradise Valley, AZ 85253
Korte, Robert M.	Director	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	6132 E. Foothill Drive N Paradise Valley, AZ 85253
Nemelka, Cory D.	Director	2650 South Decker Lake Lane 2nd Floor West valley City, UT 84119	9149 S. Glen Abbey Way Sandy, UT 84093
Nemelka, Michael J.	Director	2650 South Decker Lake Lane 2nd Floor West Valley City, UT 84119	8969 Flat Iron Dr. Sandy, UT 84093
Eichenfield, Samuel L.	Director Chairman and Chief Executive Officer	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	6936 N Mummy Mountain Rd Paradise Valley, AZ 85253
Breyne, Matthew M.	President	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	10568 E. Cortez Drive Scottsdale, AZ 85239
Hallinan, William J.	Senior Vice President, General Counsel and Secretary	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	6521 E. Bar Z Lane Paradise Valley, AZ 85253
Korte, Robert M.	Senior Vice President	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	6132 E. Foothill Drive N Paradise Valley, AZ 85253
Marszowski, Bruno A.	Senior Vice President- Controller	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	9538 E. Altadena Avenue Scottsdale, AZ 85260
Smythe, Meilee	Senior Vice President- Treasurer	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	7501 North 22nd Street Phoenix, AZ 85020
Bauman, Frederick C.	Vice President-Associate General Counsel & Assistant Secretary	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	4834 East Cystal Lane Paradise Valley, AZ 85253
Bender, Michael A.	Vice President-Financial Planning, Analysis & Administration	19900 MacArthur Blvd. Irvine, CA 92612	27006 Pacific Terrace Drive Mission Viejo, CA 92692
Brandes, R.J.	Executive Managing Director	19900 MacArthur Blvd. Suite 1100 Irvine, CA 92612	1001 Marian Lane Newport Beach, CA 92660

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Directors & Officers

Curtin, James H.	Vice President-Assistant Secretary	1850 N. Central Ave. Suite 2209 Phoenix, AZ 85002-2209	5110 N. 32nd St., #402 Phoenix, AZ 85018
Huckins, Melissa C.	Vice President-Assistant Treasurer	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	4831 E. Turquoise Ave. Paradise Valley, AZ 85253
Inman, Deborah A.	Vice President-Assistant Secretary	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	6215 East Greenway Lane Scottsdale, AZ 85254
Nelson, Virginia H.	Vice President-Cash Management & Treasury Operations	1850 N. Central Ave. P. O. Box 2209 Phoenix, AZ 85002-2209	4131 N. 51st Place Phoenix, AZ 85018
Nemelka, Cory D.	Managing Director	2650 South Decker Lake Lane 2nd Floor West valley City, UT 84119	9149 S. Glen Abbey Way Sandy, UT 84093
Pecha, Betty J.	Vice President & Assistant Secretary	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	1118 West Davis Road Phoenix, AZ 85023
Ciancola, Veronica D.	Assistant Secretary	1850 N. Central Avenue P. O. Box 2209 Phoenix, AZ 85002-2209	8336 North 82nd Place Scottsdale, AZ 85258
Watson, Diana L.	Assistant Secretary	1850 N. Central Ave. P. O. Box 2209 Phoenix, AZ 85002-2209	3419 W. Oraibi Drive Phoenix, AZ 85027

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10/20/99

--- STATE OF UTAH - DEPARTMENT OF COMMERCE ---

09:01:42

--- CERTIFICATION OF GOOD STANDING ---

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE HEREBY CERTIFIES THAT

FINOVA LOAN ADMINISTRATION INC.

IS A UTAH CORPORATION AND IS QUALIFIED TO TRANSACT BUSINESS IN THE STATE OF UTAH. A CERTIFICATE OF INCORPORATION WAS ISSUED FROM THIS OFFICE ON 10-18-1988 AND SAID CORPORATION IS IN GOOD STANDING, AS APPEARS OF RECORD IN THE OFFICES OF THE DIVISION.

FILE # 133699

DATED THIS 20TH DAY
OF OCTOBER, 1999

THIS CERTIFICATION IS NOT VALID

UNLESS PRINTED ON PAPER DISPLAYING

THE STATE SEAL IN BLUE, THE

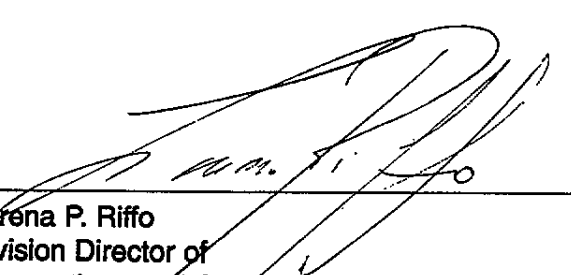
DIVISION SEAL IN GOLD, AND THE

DIVISION DIRECTOR'S SIGNATURE.

REMOTE ACCESS CERTIFICATION # 17154

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DIVISION OF CORPORATIONS
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Lorena P. Rizzo
Division Director of
Corporations and Commercial Code