

Filing and License Fee: \$310.00 minimum

ID Number:

146704



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State Matthew A. Brown
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Guardian Financial Corporation
2. It is incorporated under the laws of Delaware
3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is February 4, 2005 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is Corporation Trust Center 1209 Orange Street Wilmington, DE 19801
6. The address of its proposed registered office in Rhode Island is 222 Jefferson Blvd., Suite 200
(Street Address, not P.O. Box)
Warwick RI 02888 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is National Registered Agents, Inc.
(Name of Agent)

7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:

Collection Agency

8. The names and respective addresses of the directors and officers are:

	Name	Address
Director	<u>Philip Scott Lowery</u>	<u>370 Seventeenth Street Suite #5000 Denver, CO 80202</u>
Director	<u>Timothy John Dahltorp</u>	<u>370 Seventeenth Street Suite #5000 Denver, CO 80202</u>
President	<u>Ryan Arthur Neuweg</u>	<u>17300 West 119th Street Suite #100 Olathe, KS 66061-7759</u>
Vice President		
Treasurer		
Secretary	<u>Timothy John Dahltorp</u>	<u>370 Seventeenth Street Suite #5000 Denver, CO 80202</u>

FILED
MAR 28 2005
By 14670478

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
9600	Common	N/A	\$0.001

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
720	Common	N/A	\$0.001

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 0.00

- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is
\$ 0.00

- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 7.14 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ \$350,000.00

- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ \$25,000.00

- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 7.14 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: March 11, 2005

Guardian Financial Corporation

Print Exact Name of Corporation Making Application

By

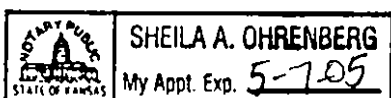
☒ President or ☐ Vice President (check one)

By

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF Kansas
COUNTY OF Johnson

In Kansas, on this 14th day of March, 2005, before me personally appeared Ryan A Newberg who, being duly sworn, declared that he/she is the authorized agent of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.



Sheila A Ohrenberg
Notary Public
My Commission Expires: 5-7-05

Delaware

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The First State

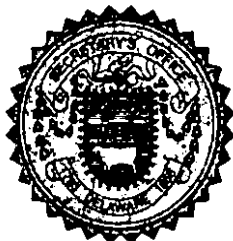
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "GUARDIAN FINANCIAL CORPORATION" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE FOURTH DAY OF FEBRUARY, A.D. 2005, AT 1:26 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 MAR 28 PM 2:03



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3746675

DATE: 03-16-05