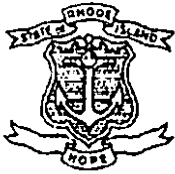


Filing and License Fee: \$310.00 minimum

ID Number: 158118



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

FILED

AUG 18 2006

2006 AUG 18 AM 11:28

RECEIVED
CORPORATIONS DIV
SECRETARY OF STATE

BUSINESS CORPORATION

By AMF
39-082106

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 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 Coface Collections North America, Inc.

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 5/19/2000 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 50 Millstone Road, Bldg. 100, Suite 360, East Windsor, NJ 08520

6. The address of its proposed registered office in Rhode Island is 10 WEYBOSSET STREET
(Street Address, not P.O. Box)

PROVIDENCE, RI 02903 and the name of its proposed registered agent in Rhode Island at

that address is CT CORPORATION SYSTEM
(Name of Agent)

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

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>See Attached list</u>	
Director		
Director		
Director		

Coface Collections North America, Inc.
LIST OF OFFICERS

PRESIDENT / DIRECTOR

Michael J. Ferrante

50 Millstone Road, Bldg. 100, Suite 360
East Windsor, NJ 08520
Phone - 609-469-0400

VICE PRESIDENT / DIRECTOR

Kenneth Movle

50 Millstone Road, Bldg. 100, Suite 360
East Windsor, NJ 08520
Phone - 609-469-0400

TREASURER / DIRECTOR

Pierre Fournel

50 Millstone Road, Bldg. 100, Suite 360
East Windsor, NJ 08520
Phone - 609-469-0400

SECRETARY / DIRECTOR

Friedrich Von Krusenstern

50 Millstone Road, Bldg. 100, Suite 360
East Windsor, NJ 08520
Phone - 609-469-0400

DIRECTOR

CORINE TRONCY
50 MILLSTONE ROAD, Bldg. 100
Suite 360
EAST WINDSOR, NJ
08520

DIRECTOR

DORA GONCZY
50 MILLSTONE ROAD,
Bldg. 100, Suite 360
EAST WINDSOR, NJ
08520

Delaware

PAGE 1

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 "COFACE COLLECTIONS NORTH AMERICA, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE NINETEENTH DAY OF MAY, A.D. 2000, AT 12:30 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "CNA CREDIT INSURANCE COLLECTION AGENCY, INC." TO "CNA CREDIT COLLECTION AGENCY, INC.", FILED THE SECOND DAY OF JUNE, A.D. 2000, AT 11:30 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "CNA CREDIT COLLECTION AGENCY, INC." TO "COFACE COLLECTIONS NORTH AMERICA, INC.", FILED THE TWENTY-SECOND DAY OF JANUARY, A.D. 2003, AT 10:50 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "COFACE COLLECTIONS NORTH AMERICA, INC."



3231530 8100H

060745030

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4961599

DATE: 08-09-06

CERTIFICATE OF INCORPORATION

OF

CNA Credit Insurance Collection Agency, Inc.

- 1. The name of the corporation is CNA Credit Insurance Collection Agency, Inc.
- 2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
- 3. The nature of the business or purposes is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
- 4. The total number of shares of stock which the corporation shall have authority to issue is One Thousand (1,000) of common without par value.
- 5. The board of directors is authorized to make, alter or repeal the by-laws of the corporation. Election of directors need not be by written ballot.
- 6. The name and mailing address of the sole incorporator is:

Mary A. Ribikawskis
 CNA Plaza, 43S
 Chicago, Illinois 60685

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that his is my act and deed and the facts herein stated are true and accordingly have hereunto set my hand this 19th day of May, 2000.


 Sole Incorporator
 Mary A. Ribikawskis

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 12:30 PM 05/19/2000
 001256059 - 3231530

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

CNA Credit Insurance Collection Agency, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

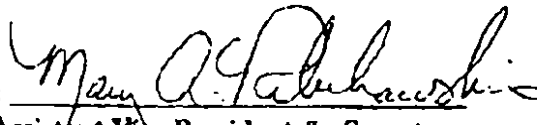
The name of the corporation is CNA Credit Collection Agency, Inc.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said CNA Credit Insurance Collection Agency has caused this certificate to be signed by Mary A. Ribikawskis, its Assistant Vice President and Secretary, this 2nd day of June, 2000.

CNA Credit Insurance Collection Agency, Inc.

By: 
Assistant Vice President & Secretary

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

CNA Credit Collection Agency, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation").

DOES HEREBY CERTIFY:

FIRST: That the following resolution was adopted by unanimous written consent of the Corporation's Board of Directors, thereby proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

RESOLVED: That the Corporation's Certificate of Incorporation, as amended, be further amended by changing Article 1 thereof so that, as further amended, said Article 1 shall be and read as follows:

The name of the Corporation is Coface Collections North America, Inc.

SECOND: That in lieu of a meeting and vote of stockholders, the Sole Stockholder of the Corporation has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by Michael Ferrante, its President, on this 16th day of January, 2003.

CNA CREDIT COLLECTION AGENCY, INC.

By: 
Michael Ferrante, President

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COFACE COLLECTIONS NORTH AMERICA, 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 NINTH DAY OF AUGUST, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COFACE COLLECTIONS NORTH AMERICA, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF MAY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



3231530 8300
060745030

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4961580

DATE: 08-09-06