

Filing and License Fee: \$310.00 minimum

ID Number: 152668



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

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 Clearscape Funding Corporation
2. It is incorporated under the laws of Washington
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 11/09/2005 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 777 108th Avenue NE Suite 1200, Bellevue, Washington 98004
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System
7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: Structured settlement factoring, any and all lawful business.

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).

Table with 2 columns: Name, Address. Rows include Roger F. Harbin, George C. Pagos, and Randy Talbot, all with address 777 108th Avenue NE Suite 1200, Bellevue, WA 98004.

Vertical stamp: 030 PM 12:25

FILED

DEC 30 2005

By [Signature] 85913

Attachment to Rhode Island
Officers & Directors

1. Full Name: Roger F. Harbin
Officer/Director: Officer, Director
Officer's Title: President
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004

2. Full Name: Jennifer V. Davics
Officer/Director: Officer
Officer's Title: Sr. Vice President
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004

3. Full Name: Lydia M. Flora
Officer/Director: Officer
Officer's Title: Vice President
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004

4. Full Name: Laurie A. Hubbard
Officer/Director: Officer
Officer's Title: Asst. VP & Treasurer
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004

5. Full Name: Cenita L. Williamson
Officer/Director: Officer
Officer's Title: Asst. VP
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004

6. Full Name: George C. Pagos
Officer/Director: Officer, Director
Officer's Title: Secretary
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004

7. Full Name: Julie M. Bodmer
Officer/Director: Officer
Officer's Title: Asst. Secretary
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004
8. Full Name: Kathryn L. Englund
Officer/Director: Officer
Officer's Title: Asst. Secretary
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004
9. Full Name: Michael R. Kehoe
Officer/Director: Officer
Officer's Title: Asst. Secretary
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004
10. Full Name: Michael E. James
Officer/Director: Officer
Officer's Title: Asst. Secretary
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004
11. Full Name: Colleen M. Murphy
Officer/Director: Officer
Officer's Title: Asst. Secretary
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004
12. Full Name: Daniel B. Schaaf
Officer/Director: Officer
Officer's Title: Asst. Secretary
Business Address: 777 108th Avenue NE Suite 1200
City: Bellevue
State: WA
ZIP Code: 98004

UNITED STATES OF AMERICA

The State of Washington



Secretary of State

I, SAM REED, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

CLEARSCAPE FUNDING CORPORATION

I FURTHER CERTIFY that the records on file in this office show that the above named Profit Corporation was formed under the laws of the State of WA and was issued a Certificate Of Incorporation in Washington on 11/9/2005.

I FURTHER CERTIFY that as of the date of this certificate, CLEARSCAPE FUNDING CORPORATION remains active and has complied with the filing requirements of this office.

Date: December 23, 2005

UBI: 602-556-000



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

A handwritten signature in cursive script that reads "Sam Reed".

Sam Reed, Secretary of State