

F99000006472



ACCOUNT NO. : 072100000032

REFERENCE : 515118 7189172

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70

ORDER DATE : December 14, 1999

ORDER TIME : 10:13 AM

ORDER NO. : 515118-005

CUSTOMER NO: 7189172

CUSTOMER: Ms. Kimberly D. Ellis
Capital One Financial
7925 Jones Branch Drive
Mc Lean, VA 22101

600003071276--8

FOREIGN FILINGS

NAME: THE WESTMORELAND AGENCY, INC.

[Handwritten signature]

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 15 PM 2:00

RECEIVED
99 DEC 15 AM 11:26
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3K
12/15/99

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: The Westmoreland Agency, Inc.
(Name of corporation - must include suffix)

99 DEC 15 10:20 AM
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation
to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Kim Ellis
(Name of Person)

Capital One Services, Inc.
(Firm/Company)

7925 Jones Branch Drive
(Address)

McClean, VA 22101
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Kim Ellis at (703) 289-7893
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 15 PM 2:00

1. The Westmoreland Agency, 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. Delaware 3. 54-1858389
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 15, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. March 4, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 456 North Kimball Place
Boise, ID 83704
(Current mailing address)
Debt collection agency.
8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. **Registered agent's 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 obligations of my position as registered agent.

Corporation Service Company
By: Camilla Simpson Authorized Representative
(Registered agent's signature)

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: (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: _____

99 DEC 15 AM 2:00
DIVISION OF CORPORATIONS
STATE OF MICHIGAN

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.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Derek Mohar, President
(Typed or printed name and capacity of person signing application)

**THE WESTMORELAND AGENCY, INC.
OFFICERS/DIRECTORS**

Derek C. Mohar
Michael T. Shutterly
James C. Wilson
Kenneth L. Cirillo
Lori Baruch

President
Secretary
Treasurer
Vice President
Assistant Vice President

Kenneth L. Cirillo
Matthew J. Cooper

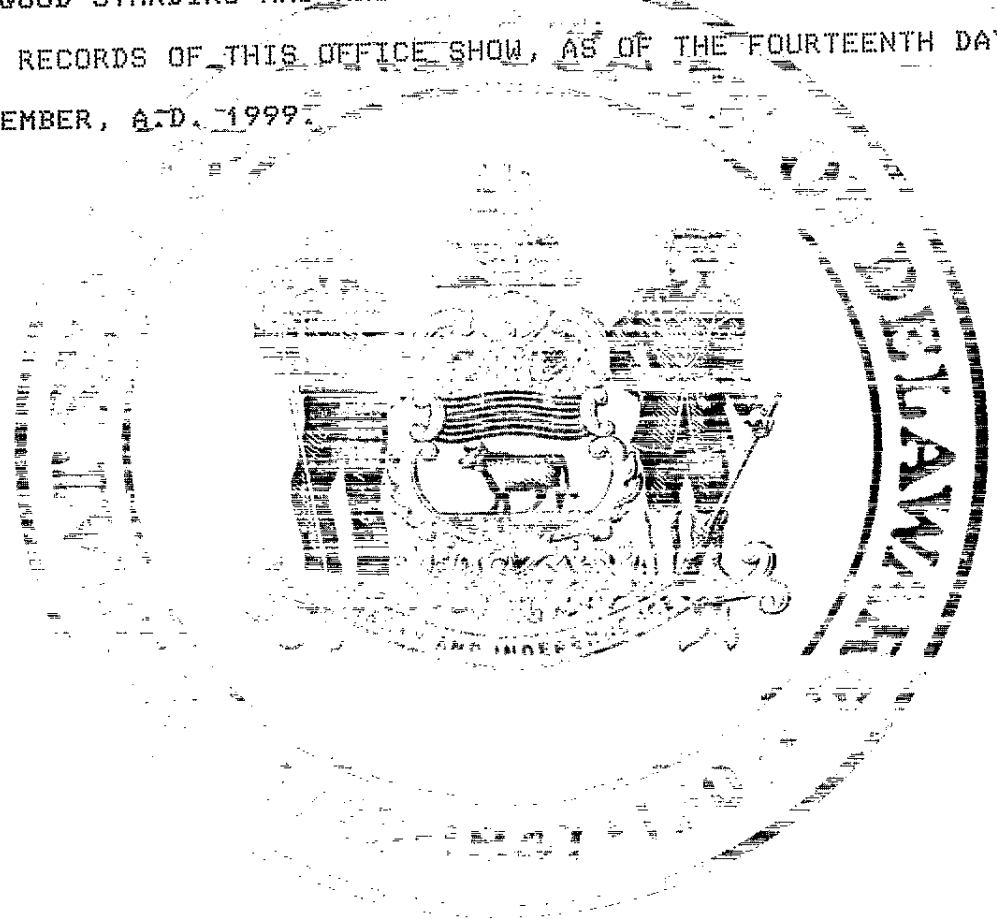
Director
Director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 15 PM 2:00

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE WESTMORELAND AGENCY, 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 FOURTEENTH DAY OF DECEMBER, A.D. 1999.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 DEC 15 PM 2:00



Edward J. Freel

Edward J. Freel, Secretary of State

2773223 8300
991536475

AUTHENTICATION: 0139201
DATE: 12-14-99