



STATE OF TENNESSEE
DEPARTMENT OF FINANCIAL INSTITUTIONS

BILL HASLAM
GOVERNOR

414 UNION STREET, SUITE 1000
NASHVILLE, TENNESSEE 37219
(615)741-2236 (615)741-2883-fax

GREG GONZALES
COMMISSIONER

IMPORTANT: Under Tennessee Code Annotated (TCA) § 45-15-106 of the Tennessee Title Pledge Act, each license may be renewed upon application by the license holder showing continued compliance with requirements of the Act and the payment to the Commissioner annually, on or before **October 3, 2011**, a license fee of \$700 for each licensed location. As long as your **renewal application** and **annual report** is filed by **October 3, 2011**, you may continue operating until the Commissioner has acted upon it. If, on the other hand, you fail to make application on or before **October 3, 2011**, your current license will **expire** on **October 31, 2011**. You cannot conduct business after the expiration date until you first obtain a new license pursuant to TCA § 45-15-105. Any business engaged in after the expiration of the license may result in the Department initiating an enforcement action against you, which may include the imposition of civil monetary penalties and the refund of any fees collected.



STATE OF TENNESSEE
DEPARTMENT OF FINANCIAL INSTITUTIONS

PHIL BREDESEN
GOVERNOR

414 UNION STREET, SUITE 1000
NASHVILLE, TENNESSEE 37219
(615)741-2236 (615)741-2883-fax

GREG GONZALES
COMMISSIONER

MEMORANDUM

TO: Title Pledge Lender Licensees

**FROM: Stephen Henley, Director
Compliance Division**

**SUBJECT: 2011 Renewal Application and Financial Report Form as Required by
Tennessee Code Annotated § 45-15-106 and § 45-15-109**

Attached, please find the renewal application for your Title Pledge Lender License. Under Tennessee Code Annotated (T.C.A.) § 45-15-106 (the "Act"), each license may be renewed upon application by the license holder showing continued compliance with the requirements of the Act and the payment to the Commissioner annually of a license fee.

PLEASE NOTE: The annual report forms are not included in this package. You must print the annual report form from the department's Web site at www.tn.gov/tdfi/. You will find a "Forms" link in the box titled "Related Topics" on the left side of the home page. Look for the annual report form under "Title Pledge." Please complete and file it with your renewal application.

IMPORTANT: As long as your **Renewal Application and Annual Report Form** is filed by **Monday, October 3, 2011**, you may continue operating until the Commissioner has acted upon them. If, on the other hand, you fail to make application on or before **October 3, 2011**, your current license **will expire on October 31st**. You cannot conduct business after the expiration date, **October 31, 2011**, until you first obtain a new license pursuant to T.C.A. § 45-15-105. Any business engaged in after expiration of the license may result in the Department initiating an enforcement action against you, which may include the imposition of civil monetary penalties and the refund of any fees collected.

Please **respond to questions 2 through 12** and, if necessary, provide details on a separate sheet of paper. The renewal application shall include a **\$700 renewal fee** for **each** location. Before the Department can act upon your renewal application, all outstanding examination fees must be paid in addition to the renewal fee. Finally, please sign the application and have it notarized.

You must also file along with the application a financial report, prepared by a **certified public accountant (CPA)** not affiliated with the licensee, covering the business activities conducted under the Tennessee Title Pledge Act for the period **January 1, 2010 to December 31, 2010**. The report form includes a balance sheet, income and expense statement and other statistical information. Once complete, it is to be signed and notarized.

Please mail your application, financial report and renewal fee, including any outstanding examination fees, to the Tennessee Department of Financial Institutions, at the address listed above to the attention of Stephen Henley. If you have any questions, please contact our office at (615) 741-3186.

STATE OF TENNESSEE
Department of Financial Institutions
Compliance Division
414 Union Street, Suite 1000
Nashville, Tennessee 37219
615/741-3186

APPLICATION FOR RENEWAL OF TITLE PLEDGE LENDER LICENSE

DEADLINE October 3, 2011

Application is hereby made to renew the license(s) granted pursuant to chapter 440, Public Acts of 2005, to transact business as a Title Pledge Lender.

1. In the space below, please list the person that is responsible for matters relating to this renewal application. Please provide the mailing address and telephone number(s) of the home office:

Name and Title

Company

Street

City

State

Zip Code

Telephone Number

E-mail Address

Fax Number

**THIS RENEWAL APPLICATION MUST BE ACCOMPANIED BY
A RENEWAL FEE OF \$700 FOR EACH LICENSED LOCATION.**

MAKE THE CHECK PAYABLE TO:

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

Please answer all questions on this page. If necessary, provide details on a separate sheet of paper. The licensee must also file the annual report with this application by **October 3, 2011**.

2. Provide a current list including the name, social security number, residence and business address, residence and business phone numbers and title of each owner, partner, L.L.C. member, director, corporate officer, five percent (5%) or more shareholder of the licensee. **(Please Attach)**
3. Has the licensee's business structure or ownership changed during the past year?
Yes No If Yes, detail the changes on a separate sheet of paper.
4. Has the licensee filed for bankruptcy or reorganization within the last year?
Yes No If Yes, detail the changes on a separate sheet of paper.
5. Has the licensee or any partner, LLC member, director, corporate officer, five percent (5%) or more shareholder been associated with a business whose authority to transact business was denied, revoked or suspended by a state or federal regulatory or law enforcement entity during the past year?
Yes No If Yes, detail the changes on a separate sheet of paper.
6. Has the licensee ever been subject to any federal or state administrative investigation or order, or is any federal or state administrative investigation or order pending?
Yes No If Yes, detail the changes on a separate sheet of paper.
7. Has the licensee, or any partner, L.L.C. member, director, corporate officer, five percent (5%) or more shareholders been indicted or convicted of a felony in Tennessee or elsewhere?
Yes No If Yes, detail the changes on a separate sheet of paper.
8. Is the licensee currently licensed and/or operating as a title pledge services business in another state?
Yes No If Yes, detail the changes on a separate sheet of paper.
9. Does the licensee have any contingent liabilities as endorser, guarantor or otherwise?
Yes No If Yes, please provide details on a separate sheet of paper.
Include all pending litigation and note any potential settlement amounts that could significantly affect the licensee's financial position.
10. By providing your email address, the Department can send you information quicker and more efficiently.
E-Mail Address _____
11. If applicable, **attach** evidence that your entity is active with the Tennessee Secretary of State.
12. **SURETY BOND OR LETTER OF CREDIT.** Provide a one (1) year surety bond or irrevocable letter of credit for terms of not less than three (3) years in the amount of \$25,000 for each location not to exceed \$200,000 pursuant to TCA § 45-15-106(d)(3).

AFFIDAVIT

STATE OF _____

COUNTY OF _____

I, _____, the undersigned being the _____
of the _____, licensee swear (or affirm), that to the best of my
information, knowledge and belief the statements contained in this report, including the accompanying
schedules and statements (if any) are true and correct, and, that the same is a true, correct and complete
statement in accordance with the laws of the State of Tennessee.

Signature

Subscribed and sworn to before me this _____ day of _____, _____.

Notary Public

My commission expires

NOTARY SEAL

INSTRUCTIONS FOR FINANCIAL STATEMENTS AND ANALYSIS

SCHEDULE A STATEMENT OF INCOME AND EXPENSES

The purpose of this schedule is to show all income produced and expenses incurred in Tennessee by the reporting entity during the period covered by the report.

INCOME: If the reporting entity's books are kept on a cash basis, these items will show the actual charges collected. If the records are kept on an accrual basis, these items will show the charges earned.

Column 1: (Title Pledge)

- (1) Title Pledge Fees and Interest Income Collected and/or Earned - This account must report total title pledge fees and interest charged and/or earned in Tennessee pursuant to Tennessee Code Annotated § 45-15-111(a).
- (2) Automobile Club Membership Fees Collected and/or Earned - This account must report total automobile club membership fees charged and/or earned in Tennessee pursuant to Tennessee Code Annotated § 45-15-115(11) as defined in § 55-18-101.
- (3) Repossession Charges Collected and/or Earned - This account must report total repossession charges collected and/or earned as reimbursement from the customer for towing charges pursuant to Tennessee Code Annotated § 45-15-111(b).

Total Income – Add line 1 through line 3 under column 1.

Column 2:

- (4) Other Business - This account must report total income collected and/or earned from other lines of business.
- (5) Total Income – Line 4 under column 2.

EXPENSES: Unless specifically associated with a particular line of business, expenses may be allocated based on income. This report is designed to capture all expenses relating to Tennessee operations.

Direct Variable Expenses:

- (6) Advertising - This account must show the amount incurred during the year for promoting the business of the reporting entity. Show only the amount for purchases of advertising supplies or outside services.
- (7) Bad Debts - This account must show the entity's bad debts that are uncollectible and written off.
- (8) Expenses associated with the Repossession, Storage, and Resale of pledged property:
These could include expenses incurred to locate and retrieve pledged property and costs to store repossessed property. Property must be sold in a commercially reasonable manner and preparation expenses may include new battery, cleaning, tire replacement, etc.
- (9) Total Variable Expenses - Add line 6 through line 8

General & Administrative Expenses:

- (10) Total Compensation of Officers, Owners, Partners, & LLC Members – This account must report all compensation, including but not limited to salaries, bonuses, wages, dividends, pensions, distributions and/or withdrawals. For licensees having locations in multiple states, this item may be prorated. If so, please attach an explanation as to how this amount was determined for Tennessee.
- (11) Total Compensation of Employees – This item must include all employee wages, salaries, bonuses, and pensions paid during the year.
- (12) Legal and Professional Fees – This account must report legal, accounting, and other professional fees.
- (13) Litigation/Settlements – This account must report all legal settlements, including any other expenses associated with litigation or lawsuits.
- (14) Interest Expense - This item includes all interest paid on borrowed funds.
- (15) Rent Expense - Rental expenses for office space or building.
- (16) Utilities – Natural gas, electricity, water, etc.
- (17) Depreciation Expense - This account must show the amount of depreciation expense for fixed assets, including furniture, fixtures and buildings.
- (18) Surety and Fidelity Bond Expense - This account must show the amount expended by the reporting entity during the year for bonding requirements.
- (19) Insurance Expense - Property insurance, liability insurance and other business related insurance expenses.
- (20) State and Local Taxes – The entry must report all business related state and local taxes. This line item should not include federal income tax.
- (21) License Fees – This line item under column 1 should include license fees for title pledge lending. All other licensing fees should be reported under column 2.
- (22) General Office Expenses – Must include printing, office supplies, facsimiles, telephone, internet, janitorial, and other general office expenses.
- (23) Miscellaneous Expenses – Other business expenses not reported above.
- (24) Total General & Administrative Expenses – Add line 10 through line 23.
- (25) Total Expenses – Add line 9 and line 24.
- (26) Income Before Tax- Subtract line 25 from line 5.
- (27) Income Taxes (Federal) – This item must show the amount of federal income taxes.
- (28) Net Income After Tax – Subtract line 27 from line 26.

SCHEDULE B
BALANCE SHEET OF THE REPORTING ENTITY

ASSETS:

Current Assets:

- (1) Cash and Cash Equivalents – This account must include all business cash on hand, cash deposits in bank, i.e., checking accounts, savings accounts, certificates of deposits and cash maintained in other institutions, i.e., credit unions, savings & loan, etc.
- (2) Securities – This account must report the amount of investments in securities.
- (3) Accounts Receivable – This account must reflect the balance due from customers.
Less: Allowance for bad debt
- (4) Notes Receivable – Self Explanatory.
- (5) Life Insurance Cash Surrender Value on Officers, Stockholders, & Business Owners – This account must report the cash surrender value, not the face amount, of life insurance policies carried by the reporting entity.
- (6) Prepaid Expenses – This account must show the total payment of expenses in advance.
 - a. Prepaid Rent
 - b. Prepaid Insurance
 - c. Other Prepaid Expenses – Please identify any other prepaid expenses.
- (7) Total Current Assets – Add line 1 through line 6.

Fixed Assets:

- (8) Furniture, Fixtures & Equipment – This account must report the cost of tangible assets, such as furniture, computers, office equipment, signs and other fixtures less accumulated depreciation used in the business by the reporting entity.
- (9) Buildings – This account must show the cost of the building(s) less accumulated depreciation owned by the reporting entity.
- (10) Leasehold Improvements – This account must show the cost of improvements to leased property, such as buildings, walkways, landscaping, etc., less accumulated depreciation.
- (11) Land – This account must show the value of the land owned by the reporting entity.
- (12) Total Fixed Assets – Add line 8 through line 11.
- (13) Other Assets (Net) – If Applicable, please identify any other assets less depreciation.
- (14) Total Intangible Assets – Total intangible assets less accumulated amortization.
- (15) Total Assets – Add lines 7, 12, 13 and 14.

LIABILITIES:

Current Liabilities:

- (16) Accounts Payable – This account must report the balance due to creditors on current accounts.
- (17) Salaries/Wages Payable – This account must report the amount of wages, salaries or other compensation due to employee(s) of the reporting entity.
- (18) Rent Payable – This account must report the rent or lease payments due in the current year.
- (19) Current Tax Liabilities – This account must report the amount of all federal, state, local, payroll, and any other taxes due in the current year.
- (20) Current Portion of Long-Term Debt – This account must report the current maturities, payable in less than 12 months, on long-term liabilities. (Mortgage payable, Interest payable on Notes/Bonds)
- (21) Other Current Liabilities – Please identify other current liabilities.
- (22) Total Current Liabilities – Add line 16 through line 21.

Non-Current Liabilities:

- (23) Mortgage Payable – This account must report the amount of long-term obligations, payable in 12 months or more.
- (24) Notes Payable – This account must report the amount of long-term obligations, payable in 12 months or more.
- (25) Bonds Payable – This account must report the amount of long-term obligations, payable in 12 months or more.
- (26) Other Long-Term Liabilities – This account must include other long-term liabilities, such as deferred taxes and other obligations that will not be paid out of current assets. Also, please identify any other long-term liabilities.
- (27) Total Non-Current Liabilities – Add line 23 through line 26.
- (28) Total Liabilities – Add line 22 and line 27.

NET WORTH:

- (29) Owners Capital – This account must report the amount of capital of the corporation, limited liability company, partnership or proprietorship. If applicable, this account must report the total number of common and preferred shares issued and outstanding, as well as the total par value.
- (30) Retained Earnings – This account must show the accumulated earnings retained by the entity.
- (31) Total Net Worth – Add line 29 and line 30e.
- (32) Total Liabilities and Net Worth – Add line 28 and line 31.

SCHEDULE C
ANALYSIS OF REGULATED BUSINESS ACTIVITY IN TENNESSEE

- (1) Agreements Outstanding as of January 1, 2010 – This item must report the total number of agreements on hand as of January 1, 2010, as well as the total dollar amount of the agreements. A title pledge agreement is a thirty-day contract that may provide for automatic thirty-day renewals. For purposes of this report, renewals do not count as separate agreements, but rather make up one agreement as extensions of the initial thirty-day contract.
- (2) New Agreements Entered Into Since January 1, 2010 – This item must show the total number of new agreements after January 1, 2010, as well as the total dollar amount of all agreements originated by the reporting entity during the year.
- (3) Agreements Purchased from Other Lenders Since January 1, 2010 – This item must show the total number of agreements acquired from other entities since January 1, 2010, as well as the total dollar amount of the agreements.
- (4) Total – Add line 1 through line 3.
- (5) Agreement Balances Charged-Off During Calendar Year 2010 – This item must report the total number and total dollar amount of all agreements charged or written-off since January 1, 2010.
- (6) Agreement Balances Sold to Other Lenders During Calendar Year 2010 – This item must show the number of agreements sold since January 1, 2010, as well as the total dollar amount of the agreements.
- (7) Agreements Paid-in Full – This item must show total collections from agreements paid-in full.
- (8) Total – Add line 5 through line 7.
- (9) Agreements Outstanding as of December 31, 2010 – Subtract line 8 from line 4.
- (10) Renewals – Of the agreements paid-in full in 2010, please group them according to the number of times each was renewed from the beginning and report in the appropriate space.
- (11) Number of Defaults – Total number of customer defaults during calendar year 2010.
- (12) Number of Vehicles Repossessed / Total Repossession Costs – This item must show the total number of vehicles repossessed for the period January 1, 2010 through December 31, 2010, and the total dollar amount of repossession costs collected pursuant to Tennessee Code Annotated § 45-15-111(b).
- (13) Number of Repossessed Vehicle Sales Resulting in a Surplus / Amount of Surplus Returned to Pledgor - This item must show the total number of vehicles repossessed for the period January 1, 2010 through December 31, 2010, whose sale resulted in a surplus as well as the total dollar amount of surplus returned to the pledgor pursuant to Tennessee Code Ann. § 45-15-114(b)(2).
- (14) Distribution of New Title Pledge Agreements – Report the total number of agreements entered into during 2010. As noted in (1) renewals do not count as separate agreements.
- (15) – (17) Please provide as requested.

ANNUAL REPORT

FOR THE PERIOD FROM JANUARY 1, 2010 TO DECEMBER 31, 2010

LICENSEES ENGAGED IN THE BUSINESS OF TITLE PLEDGE LENDING IN THE STATE OF TENNESSEE

READ THE INSTRUCTIONS CAREFULLY BEFORE COMPLETING THIS REPORT

This form must be completed for each licensed office, unless a company or affiliate operates more than one licensed title pledge office in this state, in which case you may file a composite report.

REPORTING ENTITY

1 Name of Licensee _____

Number of Locations in Tennessee _____

2 Business Type:

a) Corporation b) Partnership c) Proprietorship

d) Limited Liability Company e) Other _____

Prepared Information: Independent Certified Public Accountant (CPA)

Name _____

Address _____

License # _____

Phone # _____

(continued on next page)

REPORTING ENTITY *(continued)*

3. Names and addresses of all persons owning controlling interest (25% or more) in the Title Pledge Business

Name	_____	Name	_____
Title	_____	Title	_____
Address	_____	Address	_____
	_____		_____

Name	_____	Name	_____
Title	_____	Title	_____
Address	_____	Address	_____
	_____		_____

Name	_____	Name	_____
Title	_____	Title	_____
Address	_____	Address	_____
	_____		_____

Name	_____	Name	_____
Title	_____	Title	_____
Address	_____	Address	_____
	_____		_____

Name	_____	Name	_____
Title	_____	Title	_____
Address	_____	Address	_____
	_____		_____

(continued on next page)

REPORTING ENTITY (continued)

4. Provide the addresses of all places of business operated by the title pledge lender and describe the nature of the business conducted at each location. If necessary please use additional pages.

Address	_____	Address	_____
	_____		_____
Descriptions	_____	Descriptions	_____
	_____		_____
Address	_____	Address	_____
	_____		_____
Descriptions	_____	Descriptions	_____
	_____		_____

5. Names and addresses of all affiliated entities regulated under the Tennessee Title Pledge Act, doing business in this state. If necessary please use additional pages.

Name	_____	Name	_____
Address	_____	Address	_____
	_____		_____
Name	_____	Name	_____
Address	_____	Address	_____
	_____		_____

6. The interest rate and fee the title pledge lender charges in Tennessee on all title pledge or property pledge agreements as a percentage (%).

Minimum: Interest _____% Fee _____% APR _____%

Maximum: Interest _____% Fee _____% APR _____%

SCHEDULE A
STATEMENT OF INCOME AND EXPENSES
FOR THE PERIOD FROM JANUARY 1, 2010 TO DECEMBER 31, 2010

	Tennessee Title Pledge <u>Business</u> Column 1	<u>Other Business</u> Column 2	<u>Combined</u> Column 3
<u>INCOME</u>			
Column 1:			
1 Title Pledge Fees and Interest Income Collected and/or Earned	_____		_____
2 Automobile Club Membership Fees Collected and/ or Earned	_____		_____
3 Repossession Charges Collected And/ or Earned	_____		_____
Column 2:			
4 Other Business Income		_____	_____
5 Total Income (Columns 1,2,3)	<u>5)</u>	_____	_____
<u>EXPENSES</u>			
Direct Variable Expenses			
6 Advertising Expenses	_____	_____	_____
7 Bad Debts Expense	_____	_____	_____
8 Expenses associated w/Repossession, Storage, and Resale of Pledged Property	_____		_____
9 Total Variable Expenses (Add: Line 6 through Line 8)	<u>9)</u>	_____	_____
General & Administrative Expenses			
10 Total Compensation of Officers, Owners, Partners & LLC Members	_____	_____	_____
11 Total Compensation of Employees	_____	_____	_____
12 Legal and Professional Fees	_____	_____	_____
13 Litigation/Settlements	_____	_____	_____
14 Interest Expense	_____	_____	_____
15 Rent Expense	_____	_____	_____
16 Utilities	_____	_____	_____
17 Depreciation Expense	_____	_____	_____
18 Surety and Fidelity Bond Expense	_____	_____	_____
19 Insurance Expense	_____	_____	_____
20 Taxes (State and Local)	_____	_____	_____
21 License Fees	_____	_____	_____
22 General Office Expenses	_____	_____	_____
23 Miscellaneous Expenses	_____	_____	_____

(Schedule A continued on next page)

SCHEDULE A (continued)

STATEMENT OF INCOME AND EXPENSES

FOR THE PERIOD FROM JANUARY 1, 2010 TO DECEMBER 31, 2010

24 Total General & Administrative Expenses (Add: Line 10 through Line 23)	24	_____	_____	_____
25 Total Expenses (Add: Line 9 and Line 24)	25	_____	_____	_____
26 Income Before Tax (Subtract: Line 25 from Line 5)	26	_____	_____	_____
27 Income Tax (Federal)	27	_____	_____	_____
28 Net Income After Tax (Subtract: Line 27 from Line 26)	28	=====	=====	=====

SCHEDULE B
BALANCE SHEET
DECEMBER 31, 2010

ASSETS

Current Assets

1	Cash and Cash Equivalents		
2	Securities		
3	Accounts Receivable		
	Less: Allowance for Bad Debt	()	
4	Notes Receivable		
5	Cash Surrender Value of Life Insurance on Officers, Stockholders, & Owners		
6	Prepaid Expenses		
	a. Prepaid Rent		
	b. Prepaid Insurance		
	c. Other Prepaid Expenses		
	Total Prepaid Expenses	6)	
7	Total Current Assets (Add: Line 1 through Line 6)		7)
	Fixed Assets		
8	Furniture, Fixtures & Equipment		
	Less: accumulated depreciation	()	
9	Buildings		
	Less: accumulated depreciation	()	
10	Leasehold Improvements		
	Less: accumulated depreciation	()	
11	Land		
12	Total Fixed Assets (Add: Line 8 through Line 11)		12)
13	Other Assets (Net)		13)
14	Total Intangible Assets		
	Less: Accumulated Amortization	()	14)
15	TOTAL ASSETS (Add: Lines 7, 12, 13 and 14)		15)

(Schedule B continued on next page)

SCHEDULE B (continued)

BALANCE SHEET: DECEMBER 31, 2010

LIABILITIES & NET WORTH

Current Liabilities

16	Accounts Payable	_____	
17	Salaries/Wages Payable	_____	
18	Rent Payable	_____	
19	Current Tax Liabilities		
	a. Federal Tax	_____	
	b. State/Local Tax	_____	
	c. Payroll Tax	_____	
	d. Other Tax	_____	
	Total Current Tax Liabilities		19)
20	Current portion of Long-term debt		
	a. Mortgage Payable	_____	
	b. Interest Payable (Notes/Bonds)	_____	
	Total Current portion of Long-term Debt		20)
21	Other Current Liabilities	_____	
22	TOTAL CURRENT LIABILITIES (Add: Line 16 through Line 21)		22)

Non-Current Liabilities

23	Mortgage Payable	_____	
24	Notes Payable	_____	
25	Bonds Payable	_____	
26	Other Long-Term Liabilities	_____	
27	TOTAL NON-CURRENT LIABILITIES (Add: Line 23 through Line 26)		27)
28	TOTAL LIABILITIES (Add: Line 22 and Line 27)		28)

NET WORTH

29	Owners Capital	_____	29)
30	Retained Earnings		
	a. Beginning Retained Earnings (January 1, 2010)	_____	
	b. <u>Add</u> : Net Income After Tax (Also Schedule A, = Line 28, Column 3)	_____	
	c. <u>Less</u> : Distributions	(_____)	
	d. <u>Add</u> : Cumulative effects of change in accounting principle net of income tax (include explanation)	_____	
	e. Ending Retained Earnings (December 31, 2010)	_____	30e)
31	TOTAL NET WORTH (Add: Line 29 and Line 30e)		31)
32	TOTAL LIABILITIES & NET WORTH (Add: Line 28 and Line 31)		32)

SCHEDULE C
ANALYSIS OF REGULATED BUSINESS ACTIVITY IN TENNESSEE
FOR THE PERIOD FROM JANUARY 1, 2010 TO DECEMBER 31, 2010

	<u>Number</u> Column 1	<u>Tennessee</u> <u>Title Pledge Business</u> <u>Dollar Amount</u> Column 2
1 Agreements outstanding as of January 1, 2010	_____	\$ _____
2 New agreements entered into since January 1, 2010	_____	\$ _____
3 Agreements purchased from other lenders since January 1, 2010	_____	\$ _____
4 TOTAL (Add: Line 1 through Line 3)	_____	\$ _____
5 Agreement balances charged-off during calendar year 2010	(_____)	(\$ _____)
6 Agreement balances sold to other lenders during calendar year 2010	(_____)	(\$ _____)
7 Agreements paid-in full during calendar year 2010	(_____)	(\$ _____)
8 TOTAL (Add: Line 5 through Line 7)	(_____)	(\$ _____)
9 Agreements outstanding as of December 31, 2010 (Subtract: Line 8 from Line 4)	_____	\$ _____
10 Of the agreements paid-in full from Line 7, Column 1; Renewal Number:		
A _____ were paid in full after 30 days without renewing		
B _____ were renewed 1 time		
C _____ were renewed 2 times		
D _____ were renewed 3 times		
E _____ were renewed 4 times		
F _____ were renewed 5 times		
G _____ were renewed 6 times		
H _____ were renewed 7 times		
I _____ were renewed 8 times		
J _____ were renewed 9 times		
K _____ were renewed 10 times		
L _____ were renewed 11 times		
M _____ were renewed 12 times		
N _____ were renewed 13 times		
O _____ were renewed 14 times		
P _____ were renewed 15 times		
Q _____ were renewed 16 times		
R _____ were renewed 17 times		

(Schedule C continued on next page)

SCHEDULE C (continued)

S _____ were renewed 18 times

T _____ were renewed 19 times

U _____ were renewed 20 times

V _____ were renewed 21 times

W _____ were renewed 22 times

_____ **TOTAL AGREEMENTS PAID IN FULL IN 2010**

11 Number of defaults in 2010 / Dollar amount of defaults _____ \$ _____

12 Number of vehicles repossessed / Total repossession costs _____ \$ _____

13 Number of repossessed vehicle sales resulting in a surplus / Amount of surplus returned to the pledgor _____ \$ _____

14 Distribution of **NEW** title pledge agreements entered into during 2010 Number

(a) \$250 or less _____

(b) \$251 to \$500 _____

(c) \$501 to \$750 _____

(d) \$751 to \$1,000 _____

(e) \$1,001 to \$1,250 _____

(f) \$1,251 to \$1,500 _____

(g) \$1,501 to \$1,750 _____

(h) \$1,751 to \$2,000 _____

(i) \$2,001 to \$2,250 _____

(j) \$2,251 to \$2,500 _____

TOTAL (must agree with Line 2, Column 1) _____

15 Number of pledgors (customers) as of December 31, 2010 _____

16 Number of pledgors (customers) that deferred a principal reduction payment during calendar year 2010 _____

17 Average number of principal reduction payments deferred during calendar year 2010 _____

END