

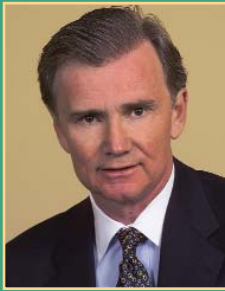
WINNING SOLUTIONS

FOR INDEPENDENTS



ANDREW MORRISON

*Independents
Section Chairman &
Executive Vice President,
Brundage Management/
Sun Loan Company*



TOM HALLMAN

*Chairman of the Board,
and Vice Chairman,
Specialty Finance,
CIT Group Inc.*



SUSAN KEATING

*President,
National Foundation
for Credit Counseling*



MICHAEL K. DEAVER

*Vice Chairman,
Edelman Public
Relations Worldwide*



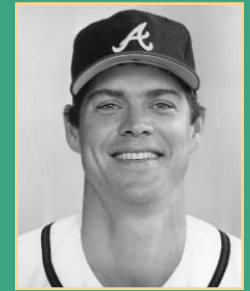
DOLLY MARTING

Motivational Speaker



**TONY ALESSANDRA,
PH.D.**

*Business Speaker and
Author*



DALE MURPHY

*Former Atlanta Braves
Player*

2005 INDEPENDENTS ADVISORY BOARD

CHAIRMAN

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Executive Vice President
Brundage Management/
Sun Loan Company
San Antonio, TX

Rex J. Ellison

President & COO
Republic Finance, Inc.
Baton Rouge, LA

Robert L. Fuller

President
Bell Finance Services Ltd.
Jenks, OK

VICE CHAIRMAN

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Chief Executive Officer
Tidewater Finance
Company, Inc.
Virginia Beach, VA

Morris R. Marshburn

Managing Director
RSM McGladrey, Inc.
Raleigh, NC

AFSAPAC CHAIRMAN

Douglas R. Jones
President & CEO
World Acceptance
Corporation
Greenville, SC

Sharon Y. Moore

Chief Executive Officer
Titan Financial Group
Atlanta, GA

IMMEDIATE PAST CHAIRMAN

Ben F. Cheek, III
Chairman of the
Board/CEO
1st Franklin Financial
Corporation
Toccoa, GA

W. Alvin Owens

Chairman
Owens Financial Center
Alexandria, LA

Timothy L. Stanley

President & CEO
Heights Finance
Corporation
Peoria, IL

Jerome G. Brewis

President & CEO
Bay Country Financial
Services
Glen Burnie, MD

David Stuck

President & CEO
Finance and Thrift
Company
Porterville, CA

PROGRAM

SUNDAY • APRIL 10 SUNDAY • APRIL 10

9:00 a.m. - 11:00 a.m.

AFSA Education Foundation Board
(By invitation)

2:00 p.m. - 6:30 p.m.

AFSA Registration Center

3:00 p.m. - 5:00 p.m.

Independents Advisory Board
(By invitation)

6:00 p.m. - 9:00 p.m.

Independents Advisory Board Dinner
(By invitation)

7:00 p.m. - 9:00 p.m.

Mortgage Lending Advisory Board Dinner
(By invitation)

MONDAY • APRIL 11 MONDAY • APRIL 11

7:30 a.m. - 7:00 p.m.

AFSA Registration Center

8:00 a.m. - 10:00 a.m.

Associate Member Advisory Board/Breakfast
(By invitation)

10:00 a.m. - 12:30 p.m.

Mortgage Lending Advisory Board
(By invitation)

10:15 a.m. - 12:15 p.m.

Executive Committee
(By invitation)

12:30 p.m. - 1:30 p.m.

Board of Directors Luncheon
(By invitation)

1:45 p.m. - 4:30 p.m.

AFSA Board of Directors Meeting
(By invitation)

2:00 p.m. - 4:00 p.m.

AFSAPAC "Orientation to Gambling"

Sign up now for this special session where you will be taught "gambling for entertainment." Learn how games are played, rules and ways of betting on the most popular games including Black Jack, Roulette, Poker and Craps.

6:30 p.m. - 8:30 p.m.

**Independents Conference Welcoming
Reception & Exhibitors Marketplace**

Welcome to Las Vegas — enjoy an evening of networking with your peers and colleagues for a kick off of the 22nd Independents Conference. The AFSA Board of Directors and Mortgage Advisory Board are invited to attend the opening reception.

7:30 p.m. - 9:00 p.m.

AFSA Board of Directors Dinner
(By invitation)

8:30 p.m. - 10:30 p.m.

AFSAPAC Dessert Reception & Auction

TUESDAY • APRIL 12 TUESDAY • APRIL 12

7:30 a.m. - 5:00 p.m.

AFSA Registration Center

7:30 a.m. - 8:30 a.m.

Continental Breakfast with Exhibitors

(continued on next page)

WINNING SOLUTIONS FOR INDEPENDENTS

PROGRAM

TUESDAY · APRIL 12 (CONT'D)

8:30 a.m. - 9:45 a.m.

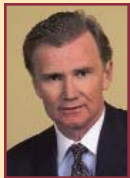
Opening General Session



Welcome by Section Chairman

Andrew Morrison

Executive Vice President
Brundage Management/
Sun Loan Company
San Antonio, TX



AFSA/Industry Update

Thomas B. Hallman

AFSA Chairman of the Board and
Vice Chairman, Specialty Finance
CIT Group Inc., Livingston, NJ



Legislative Update

Bill Himpler

Senior Vice President, Federal Government
Affairs, American Financial Services
Association, Washington, DC



The State of the Credit Counseling
Industry

Susan Keating

President, National Foundation for Credit
Counseling, Silver Spring, MD

NFCC is the nation's largest and longest serving national nonprofit credit counseling organization. Prior to joining NFCC, Susan spent more than 29 years in the commercial banking industry. She was formerly President and CEO of Allfirst Financial Inc. In that role she was the highest ranking woman CEO in banking in the United States.

2005 Outstanding Independent Award Presentation

9:45 a.m. - 10:15 a.m.

Refreshments in Exposition Center

10:15 a.m. - 11:15 a.m.

Keynote Address

"Making it Happen"



Speaker: **Michael Deaver**

Vice Chairman, Edelman Public
Relations Worldwide, Washington, DC

Mr. Deaver is widely recognized as one of the nation's premier professional communicators. With more than 30 years experience in national politics and public relations — 20 years at the side of President Ronald Reagan — Mike Deaver has established himself as the authority on managing presidential perceptions in the information age.

11:30 a.m. - 12:30 p.m.

General Session

What You Need to Know About the FACT Act

During this session, you will learn all about the regulations regarding the FACT Act and how to comply.

Moderator:



Robert E. McKew

Senior Vice President & General Counsel
American Financial Services Association

Panelists:



L. Richard Fischer

Partner, Morrison & Foerster
Washington, DC



Andrew Smith

FACT Act Program Manager, Division of
Financial Practices, Federal Trade
Commission, Washington, DC

11:30 a.m. - 12:30 p.m.

Spouse/Guest Program

"One Small Voice"



Speaker: **Dolly Marting**

Dolly's credo is profound in its simplicity, "What You Cannot Change, Rearrange." You will learn and you will laugh as she shares a fresh approach to dealing with adversity. Dolly has dedicated herself to speaking on behalf of retarded children, and she has a lot to say. Enthusiastically received by audiences around the country, you will leave smiling and believing.

12:30 p.m. - 1:45 p.m.

Luncheon with Exhibitors

1:30 p.m. - 5:15 p.m.

9th Annual Marketing Forum

Separate registration and program

5:30 p.m. - 7:00 p.m.

Reception with Exhibitors

FREE EVENING FOR SUPPLIER ENTERTAINING

WEDNESDAY · APRIL 13 WEDNESDAY · APRIL 13

7:00 a.m. - noon

AFSA Registration Center

7:00 a.m. - 8:00 a.m.

Continental Breakfast with Exhibitors

PROGRAM

WEDNESDAY · APRIL 13 (CONT'D)

8:00 a.m. - noon

9th Annual Marketing Forum

Separate registration and program

8:00 a.m. - 9:00 a.m.

General Session

Winning Solutions for the Bottom Line - Part I



Speaker: Tony Alessandra
PhD, CSP, CPAE
Las Vegas, NV

Dr. Tony Alessandra helps companies build customers, relationships, and the bottom-line. Tony is the author of 14 books and was inducted into the Speaker Hall of Fame in 1985. Tony's powerful message and proven ability as a consummate business strategist, consistently earns rave reviews by attendees.

9:00 a.m. - 10:00 a.m.

General Session

Winning Solutions for the Bottom Line - Part II

Learn what other independents are doing to increase their bottom line. Gather insights from a cross section of company sizes, products and services that will provide you with some of the best business practices for your organization.

Facilitator:

Tony Alessandra, Ph.D.

Panelists:



Nathan D. Benson
Chief Executive Officer
Tidewater Finance Company
Virginia Beach, VA

(continued on next column)

Winning Solutions for the Bottom Line (CONT'D)

Panelists (cont'd):



Rex J. Ellison
President & COO
Republic Finance, Inc.
Baton Rouge, LA



Andrew Morrison
Executive Vice President
Brundage Management/Sun Loan Company
San Antonio, TX



Robert T. Rawl
President & CEO
Regency Finance Company
Warren, OH



Timothy L. Stanley
President & CEO
Heights Finance Corporation
Peoria, IL

10:00 a.m. - 10:30 a.m.

Refreshment Break with Exhibitors

Last chance to visit with exhibitors and bid on **AFSA Education Foundation Silent Auction** gifts donated by exhibitors.

10:30 a.m. - 11:30 a.m.

General Session

Independents Annual Financial Survey Results

RSM McGladrey, Inc. will present the results of their annual financial performance survey for AFSA Independents and other independently held finance companies across the U.S. The results will include current trends with respect to growth, funding, leverage, profitability, income and expenses.

(continued on next column)

Independents Annual Financial Survey Results (CONT'D)

Speakers:



Bill Alexander
Managing Director
RSM McGladrey, Inc.
Raleigh, NC



Bob Eash
Audit Director
RSM McGladrey, Inc.
Raleigh, NC



Morris Marshburn
Managing Director
RSM McGladrey, Inc.
Raleigh, NC

12:15 p.m. - 6:00 p.m.

AFSA Education Foundation Golf Tournament to Benefit MoneySkill



AFSA EDUCATION
FOUNDATION
Brightening Your Financial Horizon

The tournament will be held at **Silverstone Golf Course**. The cost is \$175 per player and includes green fees, cart, range balls, lunch, refreshments and prizes. Rentals are available at an additional cost of \$50.

COMPLETE THE GOLF SECTION ON THE ENCLOSED CONFERENCE REGISTRATION FORM.

7:30 p.m. - 10:00 p.m.

AFSAPAC Special Events

The evening is reserved for entertainment events sponsored by the **AFSAPAC** which include both the **Cirque du Soleil's "O"** at Bellagio (7:30 p.m.) and **Celine Dion's "A New Day"** at Caesar's Palace (8:30 p.m.). *Additional information and registration enclosed.*

PROGRAM

THURSDAY · APRIL 14
THURSDAY · APRIL 14

7:30 a.m. - 1:00 p.m.

AFSA Registration Center

7:45 a.m. - 9:15 a.m.

Breakfast of Champions

Presiding:

Nathan D. Benson

Incoming Section Chairman and Chief Executive Officer
Tidewater Finance Company, Virginia Beach, VA

2005 Outstanding Independent Employees Award Presentations



Guest Speaker:

Dale Murphy

Former Atlanta Braves Player
Alpine, UT

One of the best players of the 1980s, Dale Murphy won two MVP Awards and clubbed 398 homers while maintaining a hero-like image. He led the National League in homers, RBI, and slugging twice each. In his prime he was compared to Joe DiMaggio, Willie Mays, and Hank Aaron. Played for the Atlanta Braves (1976-1990), Philadelphia Phillies (1990-1992), and Colorado Rockies (1993).

9:30 a.m. - 11:00 a.m.

General Session

Winning People Solutions

Fellow AFSA Members and Independent owners share their most successful people solutions. Large or small, our business turns on the quality of our people. Join us for an educational and interesting exchange of ideas.

Moderator:

Katherine Meyer

President, KM Consulting Group, Weatherford, TX

(continued on next column)

Winning People Solutions (CONT'D)

Speakers:

Tim Harrelson

President, Penn Hill Associates, Pawleys Island, SC

Douglas R. Jones

President & CEO, World Acceptance Corporation
Greenville, SC

Sharon Y. Moore

Chief Executive Officer, Titan Financial Group
Atlanta, GA

11:00 a.m. - 11:15 a.m.

Refreshment Break

11:15 a.m. - 12:15 p.m.

General Session:

Winning Technology Solutions To Grow Your Business

Learn how AFSA members have adopted technology to not only survive but to grow. This is especially important for companies working indirectly through dealers for their customers.

Panelists:

Ruben Fridman

Chief Financial Officer, Turner Acceptance Corporation

Joseph J. McDevitt, Jr.

President & CEO, Preferred Automobile Credit Co.

William Nass

President, Teledata Communications, Inc. (T.C.I.)

Chip Riodan

Chief Marketing Officer, First American CMSI

12:30 p.m. - 5:00 p.m.

Operations Committee

(By invitation)

1:00 p.m. - 6:00 p.m.

Independents Golf Outing - Bali Hai

Voted the "best overall course" in 2004 by local Vegas golfers.

(Separate registration required — Complete golf section of registration form).

6:30 p.m. - 7:30 p.m.

Section Chairman's Reception

(By invitation)

7:30 p.m. - 10:00 p.m.

Reception/Closing Banquet and Entertainment Featuring "The Rat Pack"



"The Rat Pack" is brought back to life with a night to remember. "Frank", "Sammy" and "Dean" take you back in time recreating classic Las Vegas entertainment. Enjoy comedy, music and skits from a bygone era.

BELLAGIO RESORT & CASINO



The Bellagio Resort & Casino is the star attraction on the Las Vegas Strip! Bellagio is inspired by the idyllic villages and towns of Europe. Welcome to an extraordinary destination

that includes a casino, spa, botanical gardens, fine art gallery, a Cirque du Soleil production, six swimming pools and outstanding fine dining.

Bellagio is the first and only resort casino to have achieved the highly coveted AAA Five Diamond rating.

WINNING SOLUTIONS FOR INDEPENDENTS

GENERAL INFORMATION

HOW TO REGISTER AND RESERVE HOTEL ACCOMMODATIONS



ONLINE

Go to AFSA's home page at www.afsaonline.org and click **THE REGISTER NOW** icon



BY FAX

Fax completed form to Travel Technology Group at (312) 329-9513. Credit card information will be required for hotel deposit and registration fees.



BY MAIL

Mail enclosed registration form and payment to Travel Technology Group, 110 West Hubbard Street, Chicago, IL 60610. Phone (800) 944-9928.

Make checks payable to: AFSA/Travel Technology Group or provide credit card information (VISA, MasterCard or American Express). You may include more than one registration in the same check.

QUESTIONS

Contact Travel Technology Group at (800) 944-9928 or e-mail AFSA@ttgonline.com

HOTEL ACCOMMODATIONS - DEADLINE MARCH 11, 2005

Reservations may only be made through Travel Technology Group until March 11th. After this date, rooms may be reserved on a space-available basis only. Discounted AFSA conference rates are resort view at \$199 single/double, Lake View at \$249 single/double plus (9% tax) - limited availability. The extra person charge is \$20 for each guest over double occupancy, with the maximum of four guests per room. A one night's room and tax deposit is required by check or credit card. Check in time is 3:00 p.m. with check out time at 11:00 a.m. Individuals must cancel five days prior to arrival to avoid forfeiture of their deposit. After March 11th, all new reservations, changes and/or cancellations must be made directly with the hotel.

Deposit by credit card: Please sign the registration form authorizing Travel Technology Group to provide your credit card information to the hotel (VISA, MasterCard, Diners or American Express).

****If you register by fax, do not mail form****

REGISTRATION CANCELLATIONS & REFUNDS

All cancellations and refund requests must be made in writing and directed to:
Travel Technology Group, 110 W. Hubbard Street,
Chicago, IL 60610.
FAX (312) 329-9513.

UNTIL MARCH 11TH - full refund

FROM MARCH 12TH - 18TH - \$175 service fee retained
for delegates and \$100 for spouses

AFTER MARCH 18TH - no refunds

(substitutions welcome)

**** All registration refunds will be processed after the conference****



BELLAGIO RESORT & CASINO

3600 Las Vegas Boulevard, South
Las Vegas, Nevada 89109
TEL: (702) 693-7111
FAX: (702) 693-8585

FOR MORE INFORMATION

PROGRAM/SPEAKERS

Thomas Morano
tmorano@afsamail.org

HOTEL MEETING SPACE/SUITES

Nancy A. Kasbeck
nkasbeck@afsamail.org

REGISTRATION/ HOTEL ACCOMMODATIONS

Claretha Davis
Travel Technology Group
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AFSAPAC

Matt Gannon
mgannon@afsamail.org

SPONSORSHIP/ GOLF TOURNAMENT

Tom Thomas
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AFSA EDUCATION FOUNDATION SILENT AUCTION

Susie Irvine
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MEMBERSHIP INFORMATION

Sheilah Harrison
sharrison@afsamail.org

OUTSTANDING INDEPENDENT EMPLOYEE AWARDS PROGRAM

Delicia Tucker
dtucker@afsamail.org



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