



PRESS RELEASE

HERITAGE SIGNS LETTER OF INTENT TO MERGE
WITH LONDON BASED INSURANCE COMPANY

Wilmington, DE (December 21, 2006) - Heritage Capital Credit Corporation (OTC: HCPC) together with a related financial guaranty company First Life Financial Corporation (FLFC) announce that they have signed a non-binding Letter of Intent to merge with a London Based insurance company to form an insurance holding company based in the United States.

The new company is expected to have three divisions - a lending unit Independent Capital Credit Corporation (ICCC); an insurance group located in the United States FLFC; and a London based insurance unit.

FLFC will write insurance guaranty policies for transactions of the new company including the special purpose entities which will fund the proprietary BCLOC Loans originated by the lending unit. The London based insurance unit will write residual value insurance for existing financial products as well as design structured finance models for new financial products.

The new company is expected to provide a substantially larger balance sheet than existed for Heritage and with that strength the new company is expected to fund in 2007 the \$740 million in ICC's BCLOC contractual obligations.

For more information, visit our website: www.HeritageCapitalCreditCorp.com.

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This press release may contain forward-looking statements within the meaning of federal securities laws that involve significant risk and uncertainties. The words "estimate," "possible," "seeking," and similar expressions identify forward-looking statements, which speak only as to the date the statement was made. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether because of new information, future events, or otherwise. Forward-looking statements are inherently subject to risk and uncertainties, some of which cannot be predicated or quantified. Future events and actual results could differ materially from those set forth in, contemplated by, or underlying the forward-looking statements. The risks and uncertainties to which forward-looking statements are subject include, but are not limited to, the effect of government regulation, competition and other material risk.

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Heritage Capital Credit Corporation, Wilmington, Delaware
Johanna W Daye, VP Marketing – 866-437-4222 Ext. 1015
Richard L. Razzeca, VP Capital Markets – 866-437-4222 Ext. 1018

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