

822797

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

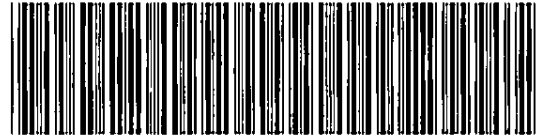
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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F-24,797

COUNTRYWIDE FUNDING CORPORATION

NEW YORK

FILED IN OFFICE OF SECRETARY
OF STATE, STATE OF FLORIDA.
by... 5881 ... 5-15-69...

TOM ADAMS
SECRETARY OF STATE

crisp-1



Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

TOM ADAMS
SECRETARY OF STATE

May 15, 1969

Charter No. F-22,797

The Corporation Trust Company
277 Park Avenue
New York, New York 10017

Attention: Mr. Thomas B. Ward

Gentlemen:

Subject: COUNTRYWIDE FUNDING CORPORATION

This will acknowledge receipt of the following documents for the above captioned corporation:

- 1. Check in the amount of \$ 67.
- 2. Articles of Incorporation
- 3. Amendments to Articles of Incorporation
- 4. Articles of Merger or Consolidation
- 5. Certificate of Withdrawal received and filed
- 6. Limited Partnership

Enclosed please find:

- 1. Invoice No. in the amount of \$
- 2. Resident Agent form (to be completed and returned for filing).
- 3. Certified copy(ies)
- 4. Certificate Under Seal
- 5. Photocopy(ies)
- 6. A refund of \$ will be forwarded later
- 7. Enclosures or details of filings:

Filed: May 15, 1969

Sincerely,

TOM ADAMS
Secretary of State

By: Roy L. Allen, Director
Corporations Division

RLA/ nsl

corp-2
L-18-69

Enclosure(s)

COUNTRYWIDE FUNDING CORPORATION

NEW YORK

COUNTRYWIDE FUNDING CORPORATION

15TH MAY
69

THE CORPORATION TRUST COMPANY

ASSOCIATED WITH C T CORPORATION SYSTEM

277 PARK AVENUE - NEW YORK, N. Y. 10017

TELEPHONE: 826-1800

F-22,797

May 12, 1969

RE: COUNTRYWIDE FUNDING CORPORATION *KBC WC*

Secretary of State
Corporation Department
Tallahassee, Florida 32304

MAY 14 1969
MAY 14 1969
MAY 14 1969
MAY 14 1969

Pursuant to the instructions of counsel:

Kenneth Blackman, Esq.
Strasser, Spiegelberg, Fried & Frank
120 Broadway
New York, N.Y. 10005

we enclose for filing the necessary documents to qualify this corporation in your state together with funds in payment of the required fees.

FOREIGN SECTION

FILED

When the enclosures have been filed, please notify this office by -

Letter (Air Mail) Telegram Telephone.

If for any reason filing cannot be effected promptly, please notify us of the details by -

Letter (Air Mail) Telegram Telephone.

The usual evidence of filing should be sent to this office.

Yours very truly,

THE CORPORATION TRUST COMPANY

TBW/md

SPECIAL INSTRUCTIONS:

By *Thomas B. Ward*
Thomas B. Ward

60.00
5.00
2.00
67.00
67.00
COPIES DUE
RECEIVED

File in
all

CERTIFICATE OF INCORPORATION
OF

COUNTRYWIDE FUNDING CORPORATION

Under Section 402 of the Business Corporation Law
.....

THE UNDERSIGNED, being of the age of twenty-one years or over, for the purpose of forming a corporation pursuant to Section 402 of the Business Corporation Law of New York, does hereby certify:

FIRST: The name of the corporation is

COUNTRYWIDE FUNDING CORPORATION

SECOND: The purposes for which it is formed are:

To purchase or otherwise acquire, hold, sell, exchange, pledge, hypothecate, underwrite, deal in and dispose of, notes, or other evidences of indebtedness and obligations of any corporation, company, association, partnership, syndicate, entity, or person, domestic or foreign, or of any domestic or foreign state, government, or governmental authority or of any political or administrative subdivision or department thereof, and certificates or receipts of any kind representing or evidencing any interest in any such bonds, notes, evidences of indebtedness, or obligations.

To purchase or otherwise acquire, hold, exchange, pledge, hypothecate, sell, deal in, and dispose of mortgages covering any kind of property, tax liens, and transfers of tax liens on real estate.

To engage in the business of servicing mortgages and providing other financial and administrative services for mortgage investors.

To purchase, acquire, hold and dispose of, on margin or other credit terms or otherwise, the stocks, bonds, securities and evidences of indebtedness and certificates or receipts therefor of any corporation, association or other entity, domestic or foreign; and to issue shares of stock, bonds, notes, debentures, or other evidences of indebtedness and obligations, and securities of this Corporation for the acquisition of any such stocks, bonds, securities, evidences of indebtedness, certificates, or receipts purchased or acquired by this Corporation; and, while the owner or holder of any such stocks, bonds, securities, evidences of indebtedness, certificates, or receipts, to exercise all

the rights of ownership in respect thereof, and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty, or otherwise, those issuing, creating, or responsible for any such stocks, bonds, securities, evidences of indebtedness, certificates, or receipts.

To acquire, and pay for in cash, stock, bonds, debentures, or other evidences of indebtedness and obligations, and securities of this Corporation or otherwise, the goodwill, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To manufacture, purchase, or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise and personal property of every class and description.

To purchase, hold, lease, mortgage, pledge and otherwise acquire, dispose of and encumber real and personal property of any and every kind and description in all of the states, territories, colonies, dependencies and districts of the United States of America and in any and all foreign countries.

To borrow money and contract debts, when necessary for the transaction of the business of the Corporation, or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation and to issue and dispose of obligations for any amount so borrowed and to mortgage or pledge its property and franchises to secure the payment of such obligations, or of any debt contracted for such purposes, in the manner authorized by law.

To exercise all or any of the corporate powers and to carry out all or any of the purposes, enumerated herein or otherwise granted or permitted by law, while acting as agent, nominee, or attorney in fact for any persons or corporations, and to perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual or other entity, and in such capacity or under such arrangement, to develop, improve, stabilize, strengthen, or extend the property and commercial interests thereof, and to aid, assist, or participate in any lawful enterprises in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the Business Corporation Law.

To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or associated with others, and incidental or pertaining to, or growing out of, or connected with, its business or powers, provided the same be not inconsistent with the laws of the State of New York.

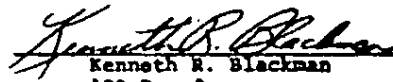
The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

THIRD: The office of the Corporation is to be located in the City of New York, County of New York, State of New York.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is Twenty Thousand (20,000) of the par value of One Dollar (\$1.00) each.

FIFTH: The Secretary of State is designated as the agent of the Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him is c/o Strasser, Spiegelberg, Fried & Frank, 120 Broadway, New York, New York 10005.

IN WITNESS WHEREOF, I have made, signed and acknowledged this certificate this 12th day of March, 1969.


Kenneth R. Blackman
120 Broadway
Room 2630
New York, New York 10005

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.:

On this 12th day of March, 1969, before me personally came KENNETH R. BLACKMAN, to me known, and known to me to be the person described in and who executed the foregoing certificate, and he duly acknowledged to me that he had executed the same.

Allen Isaacson

Notary Public

ALLEN ISAACSON
Notary Public, State of New York
No. 31-7042530
Qualified in New York County
Commission Expires March 20, 1970

State of New York }
DEPARTMENT OF STATE } ss.:

13382

I Certify That I have compared the preceding copy with the **original Certificate of Incorporation of COUNTRYWIDE FUNDING CORPORATION,** filed in this department on the **17th** day of **March**, 1969, and that such copy is a correct transcript therefrom and of the whole of such original.

Witness my hand and the official seal of the Department of State at the City of Albany, this **thirtieth** day of **April**, one thousand nine hundred **sixty-nine**.

John P. Romano
Secretary of State

CU-504

743490 - 5

check on cancellation

of no
3/13

CERTIFICATE OF INCORPORATION
OF
COUNTRYWIDE FUNDING CORPORATION

Vio (2)

STATE OF NEW YORK
DEPARTMENT OF STATE
MAY 17 1968
TAXES
PAID FOR \$ 50

116
R 3/12/68

SWANSON, SPINDLER, PEREZ & FRANK
COUNSELLORS AT LAW
120 BROADWAY
NEW YORK

STATE OF FLORIDA

Certificate Designating an Office, Place of Business, or Domicile for the Service of Process within this State and Naming Agent Upon Whom Process May Be Served.

In pursuance of Section 48.091, Florida Statutes, the undersigned hereby certifies:

That COUNTRYWIDE FUNDING CORPORATION

a corporation duly organized and existing under the laws of the State of _____
New York with its principal place of business at
City of New York County of New York State of New York

has designated and established 13th Floor, Florida Title Bldg., 110 W. Forsyth St., City of Jacksonville, County of Duval, Florida 32202, as the office, place of business or domicile for the service of process within this State, and named as its agent thereat upon whom process may be served THE CORPORATION COMPANY, a corporation duly organized and existing under the laws of the State of Florida.

IN WITNESS WHEREOF the undersigned corporation has caused this certificate to be signed in its corporate name by its duly authorized officer and its corporate seal to be hereto affixed this 5th day of May A. D. 19 69.

(Corporate Seal)

COUNTRYWIDE FUNDING CORPORATION

By Robert W. Ostrow
Robert W. Ostrow, Secretary

The undersigned, having been designated as Agent for the service of process within the State of Florida upon the above named corporation, at the place designated in the foregoing certificate, does hereby accept the appointment as such Agent for said corporation.

IN WITNESS WHEREOF, THE CORPORATION COMPANY has caused this certificate to be signed by its duly authorized officer this 12th day of May
A. D. 19 69.

THE CORPORATION COMPANY

By William R. Hamilton
Assistant Secretary.

RJ.

No. F 22797-a

RESIDENT AGENT
CERTIFICATE

FILED IN THE OFFICE OF
SECRETARY OF STATE
OF FLORIDA

TOM ADAMS
SECRETARY OF STATE

BY *[Signature]*

**STATE OF FLORIDA
OFFICE
SECRETARY OF STATE**

FILED

RECEIVED
OFFICE OF STATE
SECRETARY

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

In pursuant of Chapter 48 091, Florida Statutes, the following is submitted in compliance with said Act

First—That _____
 a corporation duly organized and existing under the laws of the State of _____
 with its principal office, as indicated in the articles of incorporation at City of _____
 County of _____ State of _____
 has named _____
 located at _____
(Street address and number of building, P. O. Box address not acceptable)
 City of _____, County of _____
 State of Florida as its agent to accept service of process within this state

OFFICERS:	AFFIX TITLES: NAME	SPECIFIC ADDRESS
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

DIRECTORS: (THREE (3) required by law) NAME	SPECIFIC ADDRESS
_____	_____
_____	_____
_____	_____

By _____
(Corporate Officer)

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By _____
(Resident Agent)

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign corporations; and thereafter when corporation has changed its place of business or agent or changed its officers and/or directors.

F-22797

1st Copy

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida

Secretary of State

Tallahassee, Florida

Refer to This Number
in All Correspondence

This return is due
on July 1

COUNTRY WIDE FUNDING CORPORATION
BY THE CORPORATION TRUST COMPANY
277 PARK AVENUE
NEW YORK NEW YORK

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Countrywide Funding Corporation (General nature of business) 2. Mortgage Banking
(Give exact name of corporation)

3. 99 Park Avenue New York New York 10016
(Street or Post Office Box of principal place of business) (City) (County) (State)

a. David S. Loeb President
(Officers-Name) (Title) (Address)

b. Robert W. Ostrow Executive Vice President, Secretary, Treasurer

c. Angelo R. Mozilo Senior Vice President

5. a. David S. Loeb 415 East 52 St., New York, New York 10022
(Directors-Name) (Law requires at least (3) three) (Address)

b. Robert W. Ostrow 24 Montross Road, Scarsdale, New York 10583

c. Angelo R. Mozilo 44 Lincoln Circle, Yonkers, New York 10707

d. Melvin L. Gold 29 Lakewood Drive, West Orange, New Jersey 07052

6. THE CORPORATION COMPANY 110 W. Forsythe St., Jacksonville, Florida
(Resident Agent Name) (Address)

7. Last meeting of Directors June 16 1969 8. Corporation Active? No 9. If inactive, inactively began Inception
(Month - Day - Year) (Yes or No) (Month - Day - Year)

10. If inactive, will corporation begin business in the future? Yes 11. Date incorporated March 14 1967 12. Date Qualified in Fla. May 5 1969
(Yes or No) (Month - Day - Year) (Month - Day - Year)

13. Total Authorized Capital Stock:

(No. of shares - \$10 per value)	\$	1,000
(No. of shares - \$10 per value)	\$	
(No. of shares - \$10 per value)	\$	

14. Outstanding Capital Stock: (issued)

(a)	1	\$	1,000	\$	1,000
(b)					
(c)					
(d) Total (a) + (b) + (c)					

15. Amount of tax Due \$ -0-

16. Less Credit \$ -0-

17. Penalty and Interest (see instructions) \$ -0-

18. Amount of tax remitted with this return \$ -0- 258

19. If foreign corporation, give amount of capital employed in Florida. \$ -0-

20. If foreign corporation, give the number of States in which you do business. 1

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

By David S. Loeb
By President or V-President
STATE OF New York
COUNTY OF New York

Attest: Robert W. Ostrow
Secretary

Personally appeared before me David S. Loeb
who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 14th day of July, 1969
(Notary Seal) [Signature]
Signature of Notary taking acknowledgment

Send Original (with Remittance) TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA
Send First copy to Secretary of State, Tallahassee, Florida

(SEE INSTRUCTIONS ON BACK OF LAST COPY) 1st COPY

SUZAN VEGETI
Notary Public, State of New York
No. 21-628243
Qualified in New York County
Certificate Expires March 30, 1971

F 22 797

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

Refer to This Number
in All Correspondence

This return is due
on July 1

5822797

1. (Give exact name of corporation) _____ 2. (General nature of business) _____

3. (Street or Post Office Box of principal place of business) _____ (City) _____ (County) _____ (State) _____

4. a. (Officers - Name) _____ (Title) _____ (Address) _____
b. _____
c. _____
d. _____

5. a. (Directors - Name) (Law requires at least (3) three) _____ (Address) _____
b. _____
c. _____
d. _____

6. (Resident Agent Name) _____ (Address) _____

7. Last meeting of Directors (Month - Day - Year) _____ 8. Corporation Active? (Yes or No) _____ 9. If inactive, inactivity began (Month - Day - Year) _____

10. If inactive, will corporation begin business in the future? (Yes or No) _____ 11. Date Incorporated (Month - Day - Year) _____ 12. Date Qualified in Fla. (Month - Day - Year) _____

13. Total Authorized Capital Stock:

(No. of shares with par value)	\$ _____	(Per share value)	\$ _____
(No. of shares with par value)	\$ _____	(Per share value)	\$ _____
(No. of shares without par or nominal value)			

14. Outstanding Capital Stock: (issued)

(a) (No. of shares with par value)	\$ _____	(Per share value)	\$ _____	(Total value)	\$ _____
(b) (No. of shares with par value)	\$ _____	(Per share value)	\$ _____	(Total value)	\$ _____
(c) (No. of shares without par or nominal value)				(Total value)	\$ _____
(d) Total (a) + (b) + (c)				\$ _____	(Total value)

15. Amount of tax Due \$ _____

16. Less Credit _____

17. Memo if any \$ _____

18. Penalty and Interest (see instructions) \$ _____

19. Amount of tax remitted with this return \$ _____

19. If foreign corporation, give amount of capital employed in Florida. \$ _____

20. If foreign corporation, give the number of States in which you do business. _____

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

By President or President _____ Attest: Joseph W. Moran
Secretary

STATE OF New York
COUNTY OF New York

Personally appeared before me David J. Lusk & Robert W. Costello
who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 23rd day of July 1970.

(Notary Seal) _____
Signature of Notary taking acknowledgment

FORM DR-103 Send Original (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA
Send First copy to The Department of State, Tallahassee, Florida 1st COPY
(SEE INSTRUCTIONS ON BACK OF LAST COPY)

JOSEPHINE GALICIO
Notary Public, State of New York
No. 41-180375
Qualified in Queens County
Cert. Filed in New York County
Commission Expires March 30, 1971

Handwritten text in a cursive script, possibly representing the word "KAR" or similar, oriented vertically on the page.

**CORPORATE PRIVILEGE TAX RETURN
FOR FOREIGN AND DOMESTIC CORPORATIONS**

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

Refer to This Number
in All Correspondence

Issued Pursuant to
7-1-71 through 12-31-71
(Subsequent to 1971, use
12-1-71)

Jan 12 1972

5750

REMOVE THESE CHECKS FROM WITH CODES AND READ INSTRUCTIONS ON BACK OF EACH OF THESE

1. General Electric (Give exact name of corporation) Employer ID # _____

3. a. 1000 N. ... (Street Address of Home Office) City _____ State _____ Zip _____

b. ... (Mailing Address of other than Home Office)

4. a. ... (Officers Names) Street Address _____

b. ...

c. ...

d. ...

5. a. ... (Director, Trustee or Manager) Street Address _____

b. ...

c. ...

d. ...

6. ... (President, Agent Name) Street Address _____

7. Last meeting of Directors (Month, Day, Year) ... 8. Corporation Active Yes No 9. Inactive Yes No (Month, Day, Year)

10. General Nature of Business ... 11. Date Incorporated ... 12. Date Qualified in Fla. ... (Month, Day, Year)

13. Capital Stock

Class or Type	Par or Stated Value	Shares Authorized	Number	Shares Issued	Book Value
(a) _____	_____	_____	_____	_____	\$ _____
(b) _____	_____	_____	_____	_____	\$ _____
(c) _____	_____	_____	_____	_____	\$ _____
(d) _____	_____	_____	_____	_____	\$ _____
(e) Total Book Value of Stock Issued					\$ _____

14. If you do not have capital stock, describe the general rules applicable to all members by which the property rights and interests of each are determined _____

15. Close of annual accounting period for this return ... 1971. (See General Instructions)

16. I/We declare that all Florida documentary stamp taxes applicable to corporate stock transactions for the 12 month period ending June 30, 1971 have been paid as required under Chapter 201, Florida Statutes, and I/we further declare that this return is true and correct.

[Corporate Seal] _____ (Corporation Name)

Attest _____ By: _____
Secretary or Assistant Secretary President or Vice President

Original Copies and Penalties TO THE DEPARTMENT OF REVENUE TALLAHASSEE FLORIDA
Send Department of State Copy to The Department of State Tallahassee Florida

Corporation Report and Tax Return
for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

Refer to This Number
in All Correspondence
F-822797

This return is due
on July 1, 1971
1970

COURTNEY FUNDING CORPORATION
3440 WILSHIRE BLVD
LOS ANGELES CALIFORNIA 90010
(WAS 97 PARK AVE, NEW YORK 10016)

STENCIL FORM
NOT RECEIVED

J# 8 227975 - 01 -

20.00

1. <u>COURTNEY FUNDING CORPORATION</u> <small>(Give exact name of corporation)</small>		2. <u>MANAGED REALTY</u> <small>(General nature of business)</small>	
3. <u>3440 WILSHIRE BLVD</u> <small>(Street or Post Office Box if principal place of business)</small>		<u>Los Angeles</u> <small>(City)</small>	<u>CA 90010</u> <small>(County) (State)</small>
4. a. <u>D. S. LAMB</u> <small>(Officer's Name)</small>	<u>Pres</u> <small>(Title)</small>	<u>610 Co.</u> <small>(Address)</small>	
b. <u>A. MAGUILO</u>	<u>V.P.</u>	<u>h</u>	
c. <u>R. G. SMITH</u>	<u>V.P.</u>	<u>h</u>	
d. <u>L. B. BROWN</u>	<u>SEC-TREAS</u>	<u>h</u>	
5. a. <u>D. Lamb</u> <small>(Directors - Name) (Law requires at least (3) three)</small>		<u>h</u> <small>(Address)</small>	
b. <u>A. MAGUILO</u>		<u>h</u>	
c. <u>S. CALDEN</u>		<u>h</u>	
6. <u>COURTNEY COMPANY</u> <small>(President Agent Name)</small>		<u>FLA Title BLDG Jacksonville</u> <small>(Address)</small>	
7. Last meeting of Directors: <u>1971</u> <small>(Month - Day - Year)</small>	8. Corporation Active? <u>Yes</u> <small>(Yes or No)</small>	9. If inactive, inactivity began: _____ <small>(Month - Day - Year)</small>	
10. If inactive, will corporation begin business in the future? <u>Yes</u> <small>(Yes or No)</small>	11. Date incorporated: <u>3-17-67</u> <small>(Month - Day - Year)</small>	12. Date Qualified in Fla.: <u>5-15-69</u> <small>(Month - Day - Year)</small>	
13. Total Authorized Capital Stock: <u>20,000</u> \$ _____ <small>(No. of shares and par value) (Total amount to be paid for shares)</small>		14. Outstanding Capital Stock: (issued) (a) _____ \$ _____ (b) _____ \$ _____ (c) _____ \$ _____ (d) Total (a) + (b) + (c) \$ <u>100</u> <small>(Total amount to be paid for shares)</small>	
15. Amount of tax Due \$ <u>2.00</u>	19. If foreign corporation, give amount of capital employed in Florida: \$ <u>200,000</u>		
16. Less Credit Memo if any \$ _____	20. If foreign corporation, give the number of States in which you do business: <u>012</u>		
17. Penalty and Interest (see instructions) \$ _____	18. Amount of tax remitted with this return \$ <u>20.00</u>		

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.
 X [Signature] by President or Vice-President
 X [Signature] Secretary

STATE OF FLORIDA
COUNTY OF DADE
Personally appeared before me [Signature] who deposes and swears that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.
 X [Signature] subscribed before me this 11th day of August, 1971.
 JEAN D. STEPHENS
 (Notary Seal) Notary Public, State of Florida
 Send Original (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA
 Send First copy to the Department of State, Tallahassee, Florida

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE

INITIAL RETURN

Tallahassee, Florida

Refer to This Number
in All Correspondence

This return is due
on July 1

COUNTRYWIDE FUNDING CORPORATION
99 PARK AVENUE
NEW YORK, N. Y. 10016

F-800797

1970

CORPORATION REPORT AND TAX RETURN - 1A -

2000

1. COUNTRYWIDE FUNDING CORPORATION (General nature of business) 2. MORTGAGE BANKING
(Give exact name of corporation)

3. 99 PARK AVENUE NEW YORK NEW YORK NEW YORK
(Street or Post Office Box or primary place of business) (City) (County) (State)

4. a. DAVID S. LOEB PRESIDENT NEW YORK
(Address) (Title) (Address)

b. ROBERT W. OSTROW EXEC. V. P. NEW YORK
(Address) (Title) (Address)

c. ANGELO MOZILO SEN. V. P. CALIF.
(Address) (Title) (Address)

d.

5. a. SAME AS IN 4 (Directory Name) (Name) (Address)

b.

c.

d.

6. THE CORPORATION COMPANY FLORIDA TITLE BLDG., 110 W. FORSYTH ST. JACKSONVILLE
(Resident Agent Name) (Address)

7. Last meeting of Directors 1970 8. Corporation Active? YES 9. If inactive, inactivity began (Month - Day - Year) (Month - Day - Year)

10. If inactive, will corporation begin business in the future? 11. Date Incorporated 3/17/69 12. Date Qualified in Fla. 5/15/69
(Yes or No) (Month - Day - Year) (Month - Day - Year)

13. Total Authorized Capital Stock: 20,000 \$ 100
\$

14. Outstanding Capital Stock: (Issued)
(a) 1 \$ 1.00 \$ 1.00
(b)
(c)
(d) Total (a) + (b) + (c) \$ 1.00

15. Amount of Tax Due \$ 20.

16. Less Credit

17. Memo of any Penalties and Internal Use Instructions \$

18. Amount of Tax remitted with this return \$ 20.00

19. If foreign corporation, give amount of capital employed in Florida \$ NONE NOT ACTIVE IN FLORIDA YET

20. If foreign corporation, give the number of States in which you do business 2

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

By President or V-President: Robert W. Ostrow
STATE OF New York
COUNTY OF New York
Personally appeared before me Josephine Gattuso who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.
Sworn to and subscribed before me this 27th day of March 1970.
(Notary Seal) Josephine Gattuso
Signature of Notary taking acknowledgment

JOSEPHINE GATTUSO
Notary Public, State of New York
No. 41-130775
Certified in Queens County
Filed in New York County
Commission Expires March 30, 1971

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
FLORIDA REVENUE COMMISSION

Tallahassee, Florida

Refer to This Number
in All Correspondence

This return is due
on July 1

COUNTRY WIDE FUNDING CORPORATION
& THE CORPORATION TRUST COMPANY
277 PARK AVENUE
NEW YORK NEW YORK

78-30-F-822797
05/15/69

1969

AUG-15-69 627294 JH 8 23975-CK-

258

1. Countrywide Funding Corporation <small>(Give exact name of corporation)</small>		2. Mortgage Banking <small>(General nature of business)</small>	
3. 99 Park Avenue <small>(Street or Post Office Box of principal place of business)</small>		New York <small>(City)</small>	New York 10016 <small>(County) (State)</small>
4. a. David S. Loeb <small>(Officer's Name)</small>		President <small>(Title)</small>	
b. Robert W. Ostrow		Executive Vice President, Secretary, Treasurer	
c. Angelo R. Mozilo		Senior Vice President	
d.			
5. a. David S. Loeb <small>(Director's Name) (Law requires at least (3) three)</small>		415 East 52 St., New York, New York 10022 <small>(Address)</small>	
b. Robert W. Ostrow		24 Montrose Road, Scarsdale, New York 10583	
c. Angelo R. Mozilo		44 Lincoln Circle, Yonkers, New York 10707	
d. Melvin L. Gold		29 Lakeview Drive, West Orange, New Jersey 07052	
6. THE CORPORATION COMPANY 110 W. Forsythe St., Jacksonville, Florida <small>(Resident Agent Name) (Address)</small>			
7. Last meeting of Directors June 16 1969 <small>(Month - Day - Year)</small>		8. Corporation Active? No <input type="checkbox"/> Yes <input checked="" type="checkbox"/>	
9. If inactive, when inactivity began		Inception	
10. If inactive, will corporation begin business in the future? Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>		11. Date Qualified in Fla. March 14 1969 <small>(Month - Day - Year)</small>	
13. Total Authorized Capital Stock: 20,000 \$ 1,000 <small>(Per Share Value)</small>		14. Outstanding Capital Stock: (Issued)	
		(a) 1 \$ 1.00 \$ 1.00	
		(b) _____	
		(c) _____	
		(d) Total (a) + (b) + (c) \$ 1.00	
15. Amount of tax Due \$ -0-		19. If foreign corporation, give amount of capital employed in Florida \$ -0-	
16. Less Credit Memo if any \$ -0-		20. If foreign corporation, give the number of States in which you do business 1	
17. Penalty and Interest (see instructions) \$ -0-			
18. Amount of tax remitted with this return \$ -0-			
21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.			
By <u>David S. Loeb</u> President		Attest: <u>Robert W. Ostrow</u> Secretary	
STATE OF New York COUNTY OF New York			
Personally appeared before me <u>David S. Loeb</u> who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.			
Sworn to and subscribed before me this <u>15th</u> day of <u>July</u> 19 <u>69</u>			
(Notary Seal) <u>Susan Tegitwil</u> Notary Public in and for the State of New York Qualified in New York County Commission Expires March 31, 1971			

Send Original (with Remittance) TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA
Send First copy to Secretary of State, Tallahassee, Florida
(SEE INSTRUCTIONS ON BACK OF LAST COPY)

ORIGINAL

22,7976

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7

9

7

(b)

B470

8-22, 797 b
STATE OF FLORIDA

FILED

AUG 22 PM 1974
TALLAHASSEE, FLORIDA

Certificate Designating an Office, Place of Business, or Domicile for the Service of Process within this State and Naming Agent Upon Whom Process May be Served

In pursuance of Section 48.091, Florida Statutes, the undersigned hereby certifies:

That COUNTRYWIDE FUNDING CORPORATION

a corporation duly organized and existing under the laws of the State of NEW YORK

with its principal place of business at City of LOS ANGELES County of LOS ANGELES 90000 301

State of CALIFORNIA has designated and established c/o C T Corporation System,

100 Biscayne Blvd., City of Miami, County of Dade, Florida 33132, as the office, place of business or domicile for the service of process within this State, and names as its agent thereat upon whom process may be served C T CORPORATION SYSTEM, a corporation duly organized and existing under the laws of the State of Delaware and duly qualified to transact business in the State of Florida.

IN WITNESS WHEREOF the undersigned corporation has caused this certificate to be signed in its corporate name by its duly authorized officer and its corporate seal to be hereto affixed this 17th day of MAY A. D. 19 74

(Corporate Seal)

COUNTRYWIDE FUNDING CORPORATION

By David S. Loeb

David S. Loeb, President

The undersigned, having been designated as Agent for the service of process within the State of Florida upon the above named corporation, at the place designated in the foregoing certificate, does hereby accept the appointment as such Agent for said corporation.

IN WITNESS WHEREOF, C T CORPORATION SYSTEM has caused this certificate to be signed by its duly authorized officer this 19th day of JUNE A. D. 19 74.

C T CORPORATION SYSTEM

By Marilyn Murray
Assistant Secretary.

RICHARD (DICK) STONE
SECRETARY OF STATE
The Capitol
Tallahassee, Florida 32304

State of Florida
Department of State
ANNUAL REPORT
for Corporations and Other Entities

BLK. RT.
U.S. POSTAGE
PAID
MIAMI, FLA.
PERMIT NO. 614

ADDRESS CORRECTION
REQUESTED

DATE DUE: JAN. 1, 1973

DATE DELINQUENT: MAR. 1, 1973

Please refer to this number for future correspondence
regarding this corporation.

Number: 022797-78-30 09/15/69
Name: COUNTRY WIDE FUNDING CORPORATION
THE CORPORATION TRUST COMPANY
ATTN: PARK AVENUE
NEW YORK, NEW YORK 10017
City: STATE: ZIP:

2-0625

JAN-8-73 1
PLEASE TYPE

590*****5.00

CHANGE MAILING ADDRESS TO: 3440 Wilshire Boulevard
Los Angeles, California 90010

Transcontinental Title & Abstract Company

(Exact Corporate Name)
7210 Red Road, South Miami, Florida
(Street Address of Principal Office in Fla.) (City) (County) (State) (Zip)

(Officers Names) (Title) (Street Address) (City) (State)
(a) David Loeb President 3440 Wilshire, Los Angeles, California
(b) Lee Bartlett Secretary/Treasurer 3440 Wilshire, Los Angeles, California
(c) Angelo Mozillo Vice President 3440 Wilshire, Los Angeles, California
(d)

(Directors, Trustees, Managers) (Street Address) (City) (State)
(a) David Loeb 3440 Wilshire, Los Angeles, California
(b) Lee Bartlett 3440 Wilshire, Los Angeles, California
(c) Angelo Mozillo 3440 Wilshire Boule., Los Angeles, Calif.
(d)

(Florida Resident Agent Name) (Florida Street Address) (City) (State) (Zip)
The Corporation Company, 110 W. Forsyth St., 13th Floor, Jacksonville, Fla. 32202

7. General Nature of Business: 8. Date Formed or Incorporated: 5/26/69
9. If Foreign Corporation, Date Qualified in Florida: 8/8/72

10. Capital Stock (or number and book value of all certificates of interest or participation): SHARES ISSUED

Class or Type	Par or Stated Value	Shares Authorized	Number	Book Value
(a) Common	\$10.00	2,500	1 Share	\$1,000.00
(b)				
(c)				

11. If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined: Not Applicable

12. Fiscal close of accounting period: 12/31/68

13. I/WE declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31, 1972, have been paid as required under Chapter 201, Florida Statutes, and I/WE further declare that this report is true and correct.

Transcontinental Title & Abstract Company
(Corporate Name)
By: David Loeb
Secretary or Assistant Secretary: Lee Bartlett
President: David Loeb

Return Original (with Filing Fee) to DEPARTMENT OF STATE
DRAWER 18
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

READ INSTRUCTIONS ON BACK

FILING FEE PER PROFIT-ENTY \$5.00
PER NON-PROFIT-ENTY \$2.00

RICHARD (DICK) STONE
Secretary of State
THE CAPITOL
TALLAHASSEE, FLA.

STATE OF FLORIDA
DEPARTMENT OF STATE
PRIVILEGE TAX RETURN

U.S. POSTAGE
PAID
TALLAHASSEE, FLA.
PERMIT #22

FEB 9 9 47 PM 1972

ADDRESS CORRECTION REQUESTED
08 1967

COUNTRYWIDE FUNDING CORPORATION
3440 WILSHIRE BLVD.
LOS ANGELES, CALIFORNIA 90010
822 797

FEB 8 72 #2 67300 *****00
DATE DUE JAN 1 1972
DATE DELINQUENT MAR 1 1972
PLEASE TYPE

Change Mailing Address to _____ Zip _____

(Exact Corporate Name) COUNTRYWIDE FUNDING CORPORATION
(Street Address of Principal Office in Fla. in home (resident) agency only) The Corporation Co., Florida Title Bldg., 110 W. Forsyth St., Jacksonville
(City) Jacksonville (State) Fla. (Zip) 32202

(Officer Name) (Title) (Street Address) (City)
4 (a) David S. Loeb President 733 No. Kings Road Los Angeles
(b) Angelo R. Mozilo Senior Vice President 3059 Country Club Dr. Glendale
(c) Roger L. Carr Vice President 6217 Kentland Av. Woodland Hills
(d) Lee Bartlett Secretary 2815 Oak Point Dr. Hollywood

(Director, Trustee, Manager) (Street Address) (City)
5 (a) SPA MEMBERS ITEM 4

(Home Agent Name) (Street Address) (City)
6 THE CORPORATION COMPANY 13th Floor, Florida Title Bldg., 110 W. Forsyth St., Jacksonville, Fla. 32202

7 General Nature of Business **LOBBYING** (8) Date Formed or Incorporated 3/17/69 (9) If Foreign Corporation, Date Qualified in Florida 5/15/69

10 Capital Stock (or number and book value of all certificates of interest or participation)

Class or Type	Par or Stated Value	Shares Authorized	Number	Book Value
(a) Common	1.00	20,000	1	1.00
(b)				
(c)				
(d)				1.00
(e) Total Book Value of Stock (Certificates) Issued				1.00

11 If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined

12 Close of annual accounting period for this return 2/28/71

13 I/We declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31 have been paid as required under Chapter 201, Florida Statutes, and I/We further declare that this return is true and correct.

By *Lee Bartlett* Secretary and *David S. Loeb* President
Countrywide Funding Corporation

Return Original (with Tax Payment) to DEPARTMENT OF STATE
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

READ INSTRUCTIONS ON BACK

PRIVILEGE TAX (NON-PROFIT ENTITIES) \$1.00

READ INSTRUCTIONS ON BACK

PRIVILEGE TAX (NON-PROFIT ENTITIES) \$2.00

CORPORATION ANNUAL REPORT

ANNUAL REPORT
 \$5.00 - PRIVATE CORP.
 \$7.00 - NON-PROFIT CORP.

REGISTRATION AREA - DO NOT WRITE IN THIS SPACE

1 **822797** 9 CHARTER NUMBER

2 **05/15/1969** DATE INC. OR FOREIGN DATE QUALIFIED IN FLA.

3 **BCC** 6361 SET ENVELOPE BACK

4 **13-2631719** FFD EMPLOYER ID NO

5 **02** FISCAL CLOSE OF ACCOUNTING PERIOD (MO)

6 **1974** YEAR OF LAST REPORT FILED IN THIS OFFICE

7 **1975** YEAR OF THIS REPORT COVERS

8 **COUNTRYWIDE FUNDING CORPORATION** EXACT NAME

9 **T CORPORATION SYSTEM** RESIDENT AGENT AND CITY ADDRESS WITH STATEMENT MADE THIS OFFICE AT THE ABOVE ADDRESS FOR PROVEN ADDRESS
100 BISCAYNE BLVD. MIAMI, FL. 33132

10 **822797** COUNTRY WIDE FUNDING CORPORATION
3440 WILSHIRE BLVD. LOS ANGELES, CALIF. 90010

11 OFFICERS/DIRECTORS NAMES DIRECT ADDRESS CITY / STATE TITLE(S)

LOEB, DAVID		LOS ANGELES, CA	PRES. DIR
NUZILU, ANGELO		LOS ANGELES, CA	V.P. DIR
BARTLETT, LEE		LOS ANGELES, CA	SFC. FIN

12 **1,000 SHARES @ \$ 25.00** CAPITAL STOCK

13 **SECRETARY** TITLE TEL NO. **380-1731**

14 **June 11, 1975** DATE

15 I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES. I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.

16 AUTHORIZED SIGNATURE *David*

17 IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED

18 CORP. ARTS

RICHARD (DICK) STONE
 Secretary of State
 THE CAPITOL
 TALLAHASSEE, FLA.
 32304

STATE OF FLORIDA
 DEPARTMENT OF STATE
PRIVILEGE TAX RETURN
 FOR CORPORATIONS & OTHER ENTITIES

BLK. RT.
 U.S. POSTAGE
 PAID
 TALLAHASSEE, FLA.
 PERMIT #88

ADDRESS CORRECTION REQUESTED

F-22997
 Countrywide Funding Corporation
 3440 Wilshire Boulevard
 Los Angeles, California 90010

NOV 31 1972 - 08900 ***4*5.00

51 0746

DATE DUE: JAN. 1, 1972

DATE DELINQUENT: MAR. 1, 1972

PLEASE TYPE

Change Mailing Address to: _____ Zip _____

(Exact Corporate Name) Fed. Emp. I.D. No.
 1. Countrywide Funding Corporation 2. 13-2631719
 (Street Address of Principal Office in Fla.) (City) (County) (State) (Zip)
 3. 3440 Wilshire Boulevard, Los Angeles, California 90010

(Officers Names) (Title) (Street Address) (City)
 4.(a) D. Loeb President Above
 (b) A. Mozilo Sr. V.P. "
 (c) R. Gertz V.P. "
 (d) L. Bartlett Sec. "

(Directors, Trustees, Managers) (Street Address) (City)
 5.(a) D. Loeb Above
 (b) A. Mozilo "
 (c) S. Caiden "
 (d) _____ "

(Resident Agent Name) (Street Address) (City)
 6. Corporation Company Florida Title Building Jacksonville

7. General Nature of Business Banker 8. Date Formed or Incorporated 3/17/69 9. If Foreign Corporation, Date Qualified in Florida ___/___/___

10. Capital Stock (or number and book value of all certificates of interest or participation):

Class or Type	Par or Stated Value	Shares Authorized	Number	Book Value
(a) <u>Common</u>	<u>1.00</u>	<u>20,000</u>	<u>1</u>	<u>\$ 1.00</u>
(b) _____	_____	_____	_____	\$ _____
(c) _____	_____	_____	_____	\$ _____
(d) _____	_____	_____	_____	\$ _____
(e) <u>Total Book Value of Stock (Certificates) Issued</u>	_____	_____	_____	<u>\$ 1.00</u>

11. If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined _____

12. Close of annual accounting period for this return 2/28/71

13. I/We declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31 have been paid as required under Chapter 201, Florida Statutes, and I/We further declare that this return is true and correct.

(Corporate Seal) (Corporate Name)
 Attest: [Signature] By: [Signature]
 Secretary or Assistant Secretary President or Vice President

Return Original (with Tax Payment) to DEPARTMENT OF STATE
 THE CAPITOL
 TALLAHASSEE, FLORIDA 32304

READ INSTRUCTIONS ON BACK

READ INSTRUCTIONS ON BACK

PRIVILEGE TAX PROFIT ENTITIES \$5.00
 NON-PROFIT ENTITIES \$2.00

PRIVILEGE TAX PROFIT ENTITIES \$5.00
 NON-PROFIT ENTITIES \$2.00

CORPORATION ANNUAL REPORT

ANNUAL FILING
 03 00-PROFIT CORP.
 13 00-NON-PROFIT CORP.

DUE - JAN 1 DELINQUENT - JULY 1 VALIDATION AREA - DO NOT WRITE IN THIS SPACE

REMIT THIS FORM & FILING FEE TO: DEPARTMENT OF STATE, DIVISION OF CORPORATIONS, THE CAPITOL, TALLAHASSEE, FLORIDA 32304

1 CHARTER NUMBER: 922797 9
 2 DATE INC. OR IF FOREIGN DATE QUALIFIED IN FLA.: 04/15/1969
 3 SICC SEE ENVELOPE BACK: 6361
 3a CHANGE TO:
 4 FED EMPLOYER ID NO: 17-2671719
 4a CHANGE TO:
 1975 YEAR OF LAST REPORT FILED IN THIS OFFICE
 1976 YEARS THIS REPORT COVERS

5 EXACT NAME: COUNTRYWIDE FUNDING CORPORATION
 PLEASE READ INSTRUCTIONS ON BACK

6 STREET ADDRESS OF PRINCIPAL OFFICE, POST OFFICE BOX ALONE WILL NOT BE ACCEPTABLE
 ADDRESS: 822707 COUNTRY WIDE FUNDING CORPORATION, 3440 WILSHIRE BLVD., LOS ANGELES, CALIF. 90010
 6a STREET ADDRESS CHANGE

7 REGISTERED AGENT AND STREET ADDRESS: C T CORPORATION SYSTEM, 100 BISCAYNE BLVD., MIAMI, FL. 33132
 7a REGISTERED AGENT NAME CHANGE AND/OR ADDRESS CHANGE INCLUDE REGISTERED OFFICE ADDRESS

8 TYPE CORRECTIONS IN SPACE PROVIDED BELOW. STRIKE THROUGH INCORRECT ENTRIES CORRECTIONS MUST BE LEGIBLE
 NAMES OF ALL OFFICERS AND DIRECTORS STREET ADDRESS CITY / STATE TITLES MUST BE SHOWN

NAME	STREET ADDRESS	CITY / STATE	TITLES
LOEB, DAVID	3440 WILSHIRE BLVD.	LOS ANGELES, CA	PRES DIR
MEZILLO, ANGELO	3440 WILSHIRE BLVD.	LOS ANGELES, CA	V.P. DIR
BARTLETT, LEE	3440 WILSHIRE BLVD.	LOS ANGELES, CA	SFC DIR

DO NOT WRITE IN THIS SPACE FOR DIVISION USE ONLY

I CERTIFY THAT I AM AN OFFICER OF THIS CORPORATION EMPOWERED TO EXECUTE THIS REPORT AS REQUIRED BY CHAPTER 607, FLORIDA STATUTES. I FURTHER CERTIFY THAT I UNDERSTAND MY SIGNATURE ON THIS REPORT SHALL HAVE THE SAME LEGAL EFFECT AS IF MADE UNDER OATH

SIGNATURE: *[Signature]* (213)
 TITLE: Vice President & Secretary TEL NO 380-1731
 DATE: May 25, 1976

CORP. ARTS

No. F 22,797

BK

~~COUNTRY-WIDE FUNDING CORPORATION~~

Principal Place of Business NEW YORK

Capital Stock, \$ PAID ON ALL \$20,000


Permit Issued MAY 15, 1969

Book Page

(a) Resident agent filed MAY 21 1969

(b) RA filed 6/27/74. C T Corporation System, 100 Biscayne Blvd., Miami, FLA

SEE IMPORTANT DISSOLUTION NOTICE ON OTHER SIDE

 <p>STATE OF FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS</p> <p>CORPORATION ANNUAL REPORT 1977</p> <p>THIS REPORT MUST BE ACCOMPANIED BY A \$5 FEE.</p>		<p>MAY 16 1977</p> <p>STATE VISION FLORIDA</p>																																									
<p>READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES</p>																																											
<p>1. Name and Address of Corporation Principal Office:</p> <p>822797 COUNTRYWIDE FUNDING CORPORATION (NEW YORK CORPORAT 3640 WILSHIRE BLVD. LOS ANGELES, CALIF. 90010</p> <p><small>If above address is incorrect in any way, enter the correct address in Item 7. Include Zip Code.</small></p>		<p>2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient.</p> <p>Street Address</p> <p>P.O. Box No.</p> <p>City</p> <p>State</p> <p>Zip Code</p>																																									
<p>3. Date Incorporated or Qualified To Do Business in Florida</p> <p>05/15/1969</p>	<p>4. Federal Employer Identification Number (FEIN)</p> <p>13-2631719</p>	<p>5. Date of Last Report</p> <p>1976</p>																																									
<p>6. Names and Street Addresses of Each Officer and Director</p> <table border="1"> <thead> <tr> <th>Names of Officers and Directors</th> <th>Title</th> <th>Director (x)</th> <th>Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)</th> <th>City and State</th> </tr> </thead> <tbody> <tr> <td>DOB, DAVID</td> <td>PRES</td> <td>DIR</td> <td>3640 WILSHIRE BLVD.</td> <td>LOS ANGELES, CA</td> </tr> <tr> <td>HOZIL, ANGELO</td> <td>VP</td> <td>DIR</td> <td>3640 WILSHIRE BLVD.</td> <td>LOS ANGELES, CA</td> </tr> <tr> <td>BARTLEY, LEE</td> <td>VP/Sec</td> <td>DIR</td> <td>3640 WILSHIRE BLVD.</td> <td>LOS ANGELES, CA</td> </tr> <tr> <td>MALZO, RAYMOND</td> <td>VP</td> <td>x</td> <td>13065 Mindanao Way</td> <td>Marina del Rey, Ca.</td> </tr> <tr> <td>SUPAK, NATHAN</td> <td></td> <td>x</td> <td>6104 Ocean Front</td> <td>Virginia Beach, Va.</td> </tr> <tr> <td>CAIDIN, STANLEY</td> <td></td> <td>x</td> <td>818 North Roxbury</td> <td>Beverly Hills, Ca.</td> </tr> <tr> <td>WITT, VICTOR</td> <td></td> <td>x</td> <td>14780 Sky Lane</td> <td>Los Gatos, Ca.</td> </tr> </tbody> </table>				Names of Officers and Directors	Title	Director (x)	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State	DOB, DAVID	PRES	DIR	3640 WILSHIRE BLVD.	LOS ANGELES, CA	HOZIL, ANGELO	VP	DIR	3640 WILSHIRE BLVD.	LOS ANGELES, CA	BARTLEY, LEE	VP/Sec	DIR	3640 WILSHIRE BLVD.	LOS ANGELES, CA	MALZO, RAYMOND	VP	x	13065 Mindanao Way	Marina del Rey, Ca.	SUPAK, NATHAN		x	6104 Ocean Front	Virginia Beach, Va.	CAIDIN, STANLEY		x	818 North Roxbury	Beverly Hills, Ca.	WITT, VICTOR		x	14780 Sky Lane	Los Gatos, Ca.
Names of Officers and Directors	Title	Director (x)	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State																																							
DOB, DAVID	PRES	DIR	3640 WILSHIRE BLVD.	LOS ANGELES, CA																																							
HOZIL, ANGELO	VP	DIR	3640 WILSHIRE BLVD.	LOS ANGELES, CA																																							
BARTLEY, LEE	VP/Sec	DIR	3640 WILSHIRE BLVD.	LOS ANGELES, CA																																							
MALZO, RAYMOND	VP	x	13065 Mindanao Way	Marina del Rey, Ca.																																							
SUPAK, NATHAN		x	6104 Ocean Front	Virginia Beach, Va.																																							
CAIDIN, STANLEY		x	818 North Roxbury	Beverly Hills, Ca.																																							
WITT, VICTOR		x	14780 Sky Lane	Los Gatos, Ca.																																							
<p>7. Registered Agent Information</p> <p><small>If you wish to change Registered Agent on this form, enter all new information.</small></p>		<p>Name: C T CORPORATION SYSTEM</p> <p>City, State and Zip Code: MIAMI, FL, 33132</p> <p>Street Address (Do NOT use P.O. Box Number): 100 BISCAYNE BLVD.</p>																																									
<p>8. An officer of the Corporation must sign this report. This report must be signed by one of the following: The President, Vice President, Secretary, Assistant Secretary or Treasurer or if the Corporation is in the hands of a receiver or trustee, shall be executed on behalf of the Corporation by the receiver or trustee.</p> <p><i>(No Other Titles Will Be Accepted. Your Report Will Be Returned If It Does NOT Bear An Authorized Signature.)</i></p> <p>I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As if Made Under Oath.</p>																																											
<p>Typed Name of Signing Officer</p> <p>Lee Bartlett</p>		<p>Title</p> <p>Vice President/Secretary</p>	<p>Telephone Number</p> <p>(213) 380-1731</p>																																								
<p>Signature</p> <p><i>Lee Bartlett</i></p>		<p>Date</p> <p>May 5, 1977</p>	<p>5-23-77 AK</p>																																								

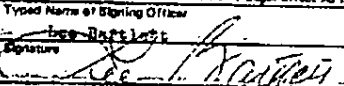
THIS REPORT MUST BE ACCOMPANIED BY THE \$5 FEE

June 07 78002

APPROVED
AND
FILED

Florida Dept. of State
Corporations Division
Tallahassee, Florida

THE FILING FEE FOR THE 1978 ANNUAL REPORT IS \$10.


STATE OF FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS		CORPORATION ANNUAL REPORT 1978		Bruce A. Smathers Secretary of State	
THE REPORT MUST BE ACCOMPANIED BY A \$10 FEE (Form COR 600 12.1.77)					
READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES					
1. Name and Address of Corporation Principal Office:			2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient.		
COUNTRYWIDE FUNDING CORPORATION (NEW YORK CORPORATION) 3440 WILSHIRE BLVD. LOS ANGELES, CALIF 90010			Street Address P.O. Box No. City State Zip Code		
<small>If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.</small>					
3. Date Incorporated or Qualified To Do Business in Florida		4. Federal Employer Identification Number (FEIN)		5. Date of Last Report	
05/15/1969		13-2631719		1977	
6. Name and Street Address of Each Officer and Director					
Name of Officers and Directors	Title	Director (s)	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State	
LOEB, DAVID	DIR		3440 WILSHIRE BLVD.	LOS ANGELES, CA	
NOZIO, ANGELO	DIR		3440 WILSHIRE BLVD.	LOS ANGELES, CA	
BARTLETT, LEE	V.P.	<input checked="" type="checkbox"/>	3440 WILSHIRE BLVD.	LOS ANGELES, CA	
WALZ, RAYMOND	DIR		13072 Maxella Way 19005 Lindero Way	MARINA DEL REY, CA	
SUPAK, NATHAN	DIR		6104 OCEAN FRONT	VIRGINIA BEACH, VA	
CATTON, STANLEY	DIR		114 NORTH ROXBURY	BEVERLY HILLS, CA.	
WITT, VICTOR		X	14780 Sky Lane	Los Gatos, Ca.	
7. Registered Agent Information		Name: C T CORPORATION SYSTEM City, State and Zip Code: MIAMI, FL, 33132 Street Address (Do NOT Use P.O. Box Number): 103 BLYDEN BLVD.			
If you wish to change Registered Agent on this form, enter all new information here		Name: _____ City, State and Zip Code: _____ Street Address (Do NOT Use P.O. Box Number): _____			
8. An officer of the Corporation must sign this report. This report must be signed by one of the following: The President, Vice President, Secretary, Assistant Secretary or Treasurer or if the Corporation is in the hands of a receiver or trustee, shall be executed on behalf of the Corporation by the receiver or trustee. No Other Titles Will Be Accepted. Your Report Will Be Returned If It Does NOT Bear An Authorized Signature. I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.					
Typed Name of Signing Officer		Title		Telephone Number	
Lee Rappaport		Secretary		(213) 380-1731	
Signature		Date		Date	
		April 4, 1978			

NOTE: THE FILING FEE FOR THE 1978 ANNUAL REPORT IS \$10.

THE FILING FEE FOR THE 1979 ANNUAL REPORT IS \$10.

(DO NOT WRITE IN THIS SPACE)

CORPORATION ANNUAL REPORT



1979

THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE

STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

1. Name and Address of Corporation Principal Office

822797
COUNTRY WIDE FUNDING CORPORATION
3440 WILSHIRE BLVD.
LOS ANGELES, CALIF. 90010

2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient

Street Address _____
P.O. Box No. _____
City _____
State _____ Zip Code _____

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.

3. Date Incorporated or Qualified To Do Business In Florida: 5/15/1969

4. Federal Employer Identification Number (FEIN): 13-2631719

5. Date of Last Report: 1978

6. Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
LOEB, DAVID	D	3440 WILSHIRE BLVD.	LOS ANGELES, CA
MOZILLO, ANGELO	D	3440 WILSHIRE BLVD.	LOS ANGELES, CA
BARTLETT, LEE	V/T	3440 WILSHIRE BLVD.	LOS ANGELES, CA
MALZO, RAYMOND	D	13072 MAXELLA	MARINA DEL REY, CA
SUPAK, NATHAN	D	6104 OCEAN FRONT	VIRGINIA BEACH, VA
CAIDIN, STANLEY	D	818 NORTH ROXBURY	BEVERLY HILLS, CA
LOUIS LOEB	S	5170 FINEHILL AVE.	LA CROSSE, WI
JOVITA B. VERA	V/T	1806 So. Morning Cyn. Rd.	Diamond Bar, Ca.

Registered Agent Information

If you wish to change Registered Agent on this form, enter all new information below.

Name: C. I. CORPORATION SYSTEM

Street Address (Do NOT Use P.O. Box Number): 100 BISCAYNE BLVD.

City, State and Zip Code: MIAMI, FL. 33132

IMPORTANT - THIS SECTION MUST BE COMPLETED

Has this corporation amended its articles to reflect an increase in the authorized number of shares since the last annual report?

YES NO

IMPORTANT - THIS SECTION MUST BE COMPLETED IF ITEM 6 IS YES

Has said amendment been filed with this office?

YES NO

10. See signature restrictions under instructions on reverse side of this form.


I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Law and I Further Certify That My Signature On This Report Shall Have the Same Legal Effects As if Made by the Corporation.

Name of Signing Officer: Lee Bartlett Title: Executive Vice President

Signature: *[Signature]* Telephone Number: (213) 380-1731

Date: June 7, 1979

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR.

<p>CORPORATION ANNUAL REPORT</p>  <p>1980</p> <p>THIS REPORT MUST BE ACCOMPANIED BY A FIDELITY</p>	<p>FLORIDA DEPARTMENT OF STATE George F. Breyfogle Governor of State DIVISION OF CORPORATIONS</p>	<p>DATE: WRITE IN THIS SPACE</p> <p>FILED</p> <p>JUN 30 5 11 AM 1980</p> <p>TALLAHASSEE, FLORIDA</p>
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READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES
PLEASE STAPLE CHECK TO ANNUAL REPORT

<p>1. Name and Address of Corporation Principal Office</p> <p>822797 COUNTRY WIDE FUNDING CORPORATION 3440 WILSHIRE BLVD. LOS ANGELES, CALIF. 90010</p> <p><small>If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.</small></p>	<p>2. Enter Change of Address of Corporation Principal Office, P.O. Box Number (Check to NOT sufficient).</p> <p>Enter Address</p> <p>P.O. Box No.</p> <p>City</p> <p>State</p> <p>Zip Code</p>
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3. Date Incorporated or Qualified To Do Business in Florida	5/15/1969	4. Federal Employer Identification Number (EIN)	13-2631719	5. Date of Last Report	1979
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6. Names and Street addresses of Each Officer and Director			
Names of Officers and Directors	Title	Street Address of Each (Do NOT Use Post Office Box Numbers)	City and State
LOEB, DAVID	D	3440 WILSHIRE BLVD.	LOS ANGELES, CA
MOZILO, ANGELO	D	3440 WILSHIRE BLVD.	LOS ANGELES, CA
BARTLETT, LEE	V	3440 WILSHIRE BLVD.	LOS ANGELES, CA
MALZO, RAYMOND	V	13072 MAXELLA	MARINA DEL REY, CA
LOEB, LOUIS	V	5170 FINEMILL AVE.	LA CASCENTA, CA
VERA, JOVITA B.	V/T	1806 S. MORNING CYN RD.	DIAMOND BAR, CA
Mozilo, Ralph	V	11003 Alleghany St.	San Valley, Ca
Turkheimer, Wayne	S	5226 Buffalo Ave.	Van Nuys, Ca

<p>Registered Agent Information</p> <p>Name C. I. CORPORATION SYSTEM</p> <p>Street Address (Do NOT Use P.O. Box Number) 100 BISCAYNE BLVD.</p> <p>City, State and Zip Code MIAMI, FL. 33132</p>		<p>To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee.</p> <p>115 7/30/80</p>
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<p>7. IMPORTANT - THIS SECTION MUST BE COMPLETED</p> <p>Has this corporation amended its articles to reflect an increase in the authorized number of shares since the last annual report?</p> <p>YES <input type="checkbox"/> NO <input checked="" type="checkbox"/></p>	<p>8. IMPORTANT - THIS SECTION MUST BE COMPLETED IF ITEM 8 IS YES</p> <p>Has said amendment been filed with this office?</p> <p>YES <input type="checkbox"/> NO <input type="checkbox"/></p>
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10. See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.

I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As if Made Under Oath.

Typed Name of Signing Officer	Lee Bartlett	Title	Executive Vice President	Telephone Number	(213) 380-1731
Signature	<i>[Signature]</i>	Date	6-26-80	822797	07-02-80 2:55 PM 159-10-00

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

<p>CORPORATION ANNUAL REPORT</p> <p style="font-size: 2em; font-weight: bold;">1981</p> <p>THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE.</p>	<p>FLORIDA DEPARTMENT OF STATE George Firestone Secretary of State DIVISION OF CORPORATIONS</p>	<p>DO NOT WRITE IN THIS SPACE</p> <p style="font-size: 1.5em; font-weight: bold;">APPROVED AND FILED</p> <p>Jun 27 9 11 AM 1981</p> <p>FLORIDA DEPT. OF STATE TALLAHASSEE, FLORIDA</p>
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READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES
PLEASE STAPLE CHECK TO ANNUAL REPORT

<p>1. Name and Address of Corporation Principal Office:</p> <p style="text-align: center;">B22797 COUNTRY WIDE FUNDING CORPORATION 3440 WILSHIRE BLVD. LOS ANGELES, CALIF. 90010</p> <p><small>If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.</small></p>	<p>2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient.</p> <p>Street Address _____</p> <p>P.O. Box No. _____</p> <p>City _____</p> <p>State _____ Zip Code _____</p>
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3. Date Incorporated or Qualified To Do Business in Florida	4. Federal Employer Identification Number (FEIN)	5. Date of Last Report
5/15/1969	13-2631719	0800

6. Name and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
LOEB, DAVID	D	3440 WILSHIRE BLVD.	LOS ANGELES, CA
MOZILLO, ANGELO	D	3440 WILSHIRE BLVD.	LOS ANGELES, CA
BARTLETT, LEE	V	3440 WILSHIRE BLVD.	LOS ANGELES, CA
MALLOY, RAYMOND	V	11073 MARILLA	MARINA DEL REY, CA
LOEB, LOUIS	V	5170 FINEHILL AVE.	LA CASSENTA, CA
VERA, JOVITA B.	V/T	1806 S. MORNING CYN RD.	DIAMOND BA?, CA
Kurland, Stanford	V	26949 W. Calamine Dr.	Agoura, Ca. 91303
Turkheimer, Wayne	B	3650 Regal Pl.	Los Angeles, Ca. 90068

<p>7. Registered Agent Information</p> <p>Name C. I. CORPORATION SYSTEM</p> <p>Street Address (Do NOT Use P.O. Box Number) 100 BISCAYNE BLVD.</p> <p>City, State and Zip Code MIAMI, FL 33132</p>	<p>To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of \$3.</p> <p style="text-align: right; font-size: 1.5em; font-weight: bold;">XRB 7/27</p>
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8. AMENDMENTS - THIS SECTION MUST BE COMPLETED. 9. IMPORTANT - THIS SECTION MUST BE COMPLETED IF ITEM #15 IS "I"

Has this corporation amended its articles to reflect an increase in the authorized number of shares since the last annual report?

YES NO

Has said amendment been filed with this office? YES NO

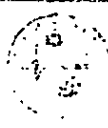
10. See signature restrictions under instructions on reverse side of this form.
I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As if Made Under Oath.

Typed Name of Signatory Officer Jovita B. Vera	Title V.P. - Treasurer	Telephone Number (213) 380-1731
Signature <i>Jovita B. Vera</i>	Date 7-10-81	7-20-81 2:5 743

NOTE: THE FILING FEE FOR THE 1980 ANNUAL REPORT IS \$10.

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT
1982



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$10 Required — Make Checks Payable to: Secretary of State

822797
COUNTRY WIDE FUNDING CORPORATION
3440 WILSHIRE BLVD.
LOS ANGELES, CALIF. 90010

05/15/1989

13-2631719

07/27/1981

LOEB, DAVID	C	3440 WILSHIRE BLVD.	LOS ANGELES, CA
MOZILO, ANGELO	D	3440 WILSHIRE BLVD.	LOS ANGELES, CA
BARTLETT, LEE	V	3440 WILSHIRE BLVD.	LOS ANGELES, CA
LOEB, LOUIS	V	5170 FINEHILL AVE.	LA CASCENTA, CA
VERA, JOYITA B.	V/T	1806 S. MORNING CYN RD.	DIAMOND BAR, CA
MCCILO, RALPH	V	3440 Wilshire Blvd.	Los Angeles, Ca.
Kurland, Stanford	V	3440 Wilshire Blvd.	Los Angeles, Ca.
Turkheimer, Wayne	S	3440 Wilshire Blvd.	Los Angeles, Ca.

Registered Agent Information

C T CORPORATION SYSTEM
100 BISCAYNE BLVD.
MIAMI, FL. 33132

\$3.00 additional fee required for Registered Agent changes

[Signature]
Joyita B. Vera, Vice President/Treasurer

June 20, 1982

(213) 380-1731



FLORIDA DEPARTMENT OF STATE

George Firestone
Secretary of State

OCTOBER 5, 1982

D W McKinnon, Director
Division of Corporations
904/488 9636

Mrs. Nettie Sims, Chief
Bureau of Corporate Records
904/488-9383

COUNTRYWIDE FUNDING CORP.
3440 WILSHIRE BLVD.
LOS ANGELES, CA 90010

Re: COUNTRYWIDE FUNDING CORPORATION

Charter # 822797

Gentlemen:

Because of a clerical error or computer malfunction, this corporation has inadvertently been sent a ninety day notice of intent to dissolve for failing to file the annual report and pay the annual report filing fee. Please disregard this notice.

We have corrected our computer data base and are enclosing a printout showing the corporation is current in filing the annual report.

We apologize for any inconvenience this error may have caused.

822797

Sincerely

D. W. McKinnon, Director
Division of Corporations

/ebw

822 797

STATEMENT OF CHANGE OF REGISTERED OFFICE

To the Secretary of State of the State of Florida.

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of New York, submits the following statement for the purpose of changing its registered office in the State of Florida.

FIRST: The name of the corporation is Countrywide Funding Corporation

SECOND: The address of its present registered office is c/o C T Corporation System, 100 Biscayne Boulevard, Miami, Florida 33132.

THIRD: The address to which its registered office is to be changed is c/o C T Corporation System, 8751 West Broward Boulevard, Plantation, Florida 33324.

FOURTH: The name of its present registered agent is C T CORPORATION SYSTEM.

FIFTH: The name of its successor registered agent is No change

SIXTH: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of directors.

Dated August 13, 19 82

FILED
1982 OCT 29 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CE5 7276 10/28/82

3.31 3

Countrywide Funding Corporation
(exact corporate name)

SIGNATURE BY: [Signature]
(President or Vice President)

DATE August 16, 1982

Filing fee: \$3.00

C T CORPORATION SYSTEM

SIGNATURE BY: [Signature]
(Registered Agent)


DATE 10-26-82

923 DW
11-1

ASST. SECY

DUPLICATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION:
ANNUAL REPORT
1983



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

George F. Jefferies
Secretary of State

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$10 Required — Make Checks Payable To: Secretary of State

Name and Address of Corporation or Principal Office

82277
COUNTRY WIDE FUNDING CORPORATION
3440 WILSHIRE BLVD.
LOS ANGELES, CALIF. 90010

2. Enter Change of Address of Corporation (Do Not Check if No Change) (Do Not Check if Not Subject)

3. Date of Incorporation or Qualification to Do Business in Florida: 05/15/1969

4. Federal Employer Identification Number: 13-2631719

5. Date of Last Meeting: 05/13/1982

6. Names and Street Addresses of Each Office and Director

Name of Officer and Director	Title	Street Address of Each Office and Director (Do NOT use Post Office Box Numbers)	City and State	
MOZILO, RALPH	V	3440 WILSHIRE BLVD	LOS ANGELES, CA	0
VERA, JOVITA R	V/T	3440 WILSHIRE BLVD	LOS ANGELES, CA	0
BARTLETT, LEE	V/D	3440 WILSHIRE BLVD	LOS ANGELES, CA	0
LOBB, GORDON	V	3440 WILSHIRE BLVD	LOS ANGELES, CA	0
MOZILO, ANGELO	D/P	3440 WILSHIRE BLVD	LOS ANGELES, CA	0
LOEB, DAVID	D	3440 WILSHIRE BLVD	LOS ANGELES, CA	0
Kurland, Stanford L.	V/CFD	3440 Wilshire Blvd.	Los Angeles, CA	
Turkheimer, Wayne	S	3440 Wilshire Blvd.	Los Angeles, CA	
		*3440 Wilshire Blvd.	Los Angeles, CA	

7. Registered Agent Information

Name and Address of Registered Agent

C T CORPORATION SYSTEM
8753 W. BROWARD BLVD.
PLANTATION, FL 33324

Name and Address of New Registered Agent

8. \$300 additional fee required for Registered Agent change

9. Has this corporation expended its entire investment in the purchase of shares since the last annual report? YES NOX

10. Has any agreement been made with this corporation?

11. Certify that I am an Officer or Director of the Corporation, the Registered Trustee (Empowered to Execute this Report) or Registered Agent, and that I am familiar with the contents of this Report and the same are true and correct.

Signature: *Wayne Turkheimer*

Printed Name of Signing Officer: Wayne Turkheimer

Title: Corporation Secretary

Date: May 30, 1983

2137580-1731

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT
1984



FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

JAN 23 2 43 PM '84

Read Notice and Instructions on Other Side Before Making Entries.
Filing Fee of \$10 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office		2. Former Change of Address of Corporation Principal Office (P.O. Box Number Same is NOT Sufficient)	
622797 COUNTRYWIDE FUNDING CORPORATION (NEW YORK) 3440 WILSHIRE BLVD. LOS ANGELES, CALIF. 90010		Street Address N/A P.O. Box No. 000-5411-0700 City 000-5411-0700 State No Code	
If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.			

3. Date Incorporated or Qualified To Do Business in Florida	05/15/1969	4. Federal Employer Identification Number (FEIN)	13-263171	5. Date of Last Report	09/14/1983
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6. Names and Street Addresses of Each Officer and Director, as of December 31, 1983					
Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City, State and Zip Code		
1. MOZILO, RALPH	V	3440 WILSHIRE BLVD	LOS ANGELES, CA	0	
2. VERA, JOVITA B	V/T	3440 WILSHIRE BLVD.	LOS ANGELES, CA	0	
3. BARTLETT, LEE	V/D	3440 WILSHIRE BLVD	LOS ANGELES, CA	0	
4. KURLAND, STANFORD L.	V	3440 WILSHIRE BLVD.	LOS ANGELES, CA	0	
5. MOZILO, ANGELO	P/O	3440 WILSHIRE BLVD	LOS ANGELES, CA	0	
6. LOEB, DAVID	D	3440 WILSHIRE BLVD	LOS ANGELES, CA	0	

7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent	
C T CORPORATION SYSTEM 6751 W. BROWARD BLVD. PLANTATION, FL. 33324		N/A Street Address (Do NOT Use P.O. Box Number) City, State and Zip Code	

9. Pursuant to the provisions of Section 607.034 and 607.037, Florida Statutes, the undersigned corporation, qualifying under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

Such change was authorized by resolution duly adopted by its board of directors on N/A

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment)

\$1.00 additional fee required for Registered Agent changes.

10. IMPORTANT — THIS SECTION MUST BE COMPLETED Has this corporation amended its articles to reflect an increase in the authorized number of shares since the last annual report? YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>	11. IMPORTANT — THIS SECTION MUST BE COMPLETED IF YES Has said amendment been filed with this office? N/A YES <input type="checkbox"/> NO <input type="checkbox"/>
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12. See signature restrictions under instructions on reverse side of this form.
I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.

Signature <i>Wayne Turkheimor</i>	Date June 13, 1984
Typed Name of Signing Officer Wayne Turkheimor	Title Corporate Secretary
	Telephone Number (213) 380-1731

13. Should you desire a certificate of status check the box below and include an additional \$5.00 with your payment.

CERTIFICATE OF STATUS DESIRED
\$5 Additional fee required for certificate.

COR 6711-841

822797

REINSTATEMENT SENT

LETTER SENT

CUS SENT

~~REINSTATEMENT
FILED~~

~~INVOLUNTARILY
DISSOLVED~~

REINSTATEMENT

CUS 5 sent 8-3-84

REGISTERED AGENT

OVERPAYMENT 5

72 Privilege Tax

73 Annual Report

74 Annual Report

75 Annual Report

76 Annual Report

77 Annual Report

78 Annual Report

79 Annual Report

80 Annual Report

81 Annual Report

82 Annual Report

83 Annual Report

84 Annual Report 10

TOTAL 20

REFUND

035 9418 8/07/84

035 9418 8/07/84

035 9418 8/07/84

5.00
5.00 TL

5.00 6

RECEIVED
JUL 25 1984
STATE OF TEXAS
COMMISSIONER OF REVENUE

~~NAME AVAILABLE~~


~~REINSTATED BY~~

~~UPDATER~~

~~UPDATER VERIFYER~~

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT
1985



FLORIDA DEPARTMENT OF STATE
George F. Jordan
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

0 - 1 - 21 PM 1985

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$20 Required - Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

622797 7
COUNTRYWIDE FUNDING CORPORATION
3440 WILSHIRE BLVD.
LOS ANGELES, CALIF. 90010

2. Street Address
155 North Lake Avenue
City Pasadena
State California Zip Code 91109-7137

3. Date Incorporated or Qualified to Do Business in Florida 05/15/1969
4. Federal Employer Identification Number 12-2631719
5. Date of Last Report 06/29/1984

6. Names and Street Addresses of Each Officer and Director as of December 31, 1984

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
MOZILO, RALPH	V	3440 WILSHIRE BLVD 155 North Lake Avenue	Pasadena, CA 91109
VERA, JOVITA B	V/T	3440 WILSHIRE BLVD 155 North Lake Avenue	Pasadena, CA 91109
BARTLETT, LEE	V/E	3440 WILSHIRE BLVD 155 North Lake Avenue	Pasadena, CA 91109
KURLAND, STANFORD L.	V	3440 WILSHIRE BLVD 155 North Lake Avenue	Pasadena, CA 91109
MOZILO, ANGELO	P/D	3440 WILSHIRE BLVD 155 North Lake Avenue	Pasadena, CA 91109
LOEB, DAVID	D	3440 WILSHIRE BLVD 155 North Lake Avenue	Pasadena, CA 91109

7. Name and Address of Current Registered Agent
C. I. CORPORATION SYSTEM
875 W. BROWARD BLVD.
PLANTATION, FL. 33324

8. Name and Address of New Registered Agent
Name: N/A
Street Address (Do NOT Use P.O. Box Numbers):
City, State and Zip Code:

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, organized under the laws of the State of Florida, submits this statement for the purpose of changing its registered officer or registered agent, or both, in the state of Florida. Such change was authorized by resolution duly adopted by its board of directors on N/A. I hereby accept the appointment of registered agent, I am familiar with, and accept the obligations of Section 607.125 F.S.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) \$3.00 additional fee required for Registered Agent changes.

10. IMPORTANT - THIS SECTION MUST BE COMPLETED
Has this corporation amended its articles to reflect an increase in the authorized number of shares since the last annual report?
YES NO

11. IMPORTANT - THIS SECTION MUST BE COMPLETED IF ITEM 10 IS YES
Has said amendment been filed with this office? Yes No
If the answer is no, this report cannot be processed until this amendment has been filed N/A

12. See signature restrictions under instructions on reverse side of this form.
I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. (Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As if Made Under Oath) (Officer signing must be listed in Block 6)

Signature: Wayne Turkheimer Date: June 27, 1985
Typed Name: Wayne Turkheimer Title: Corporate Secretary Telephone Number: (818) 304-8400

13. Should you desire a certificate of status check the box.
CERTIFICATE OF STATUS DESIRED
\$8 additional fee required for a Certificate of Status

ORF026 (1-85)

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

1986



602797
NORTHLAKE FUNDING CORPORATION
155 NORTH LAKE AVENUE
PASADENA, CA 91109-4137

155 North Lake Avenue
P.O. Box 7137
Pasadena, CA
91409-7137

05/15/1989

13-2531719

07/08/1988

MOZILLO, RALPH	V	155 NORTH LAKE AVENUE	PASADENA, CA
LENZI, SIDNEY	V	155 NORTH LAKE AVENUE	PASADENA, CA
VEAR, MONTE B	V	155 NORTH LAKE AVENUE	PASADENA, CA
TURPENTER, WAYNE	S	155 NORTH LAKE AVENUE	PASADENA, CA
BARTLETT, LEE	MD	155 NORTH LAKE AVENUE	PASADENA, CA
HURWOOD, STAFFORD L	WOM	155 NORTH LAKE AVENUE	PASADENA, CA
MOZILLO, ANGELO	POD	155 NORTH LAKE AVENUE	PASADENA, CA
LEES, DAVID	D	155 NORTH LAKE AVENUE	PASADENA, CA

REGISTERED AGENT INFORMATION

C T CORPORATION SYSTEM
8751 W. BOWARD BLVD.
FLORATATION, FL 33324

N/A

FL

\$5 Additional Fee
required for Registered Agent Changes

Wayne Turkheimer

Wayne Turkheimer

Corporate Secretary

06/27/86

(813) 304-8400

\$5 Additional Fee
required for a
Certificate of Status

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1, 1987 #10058

CORPORATION
 ANNUAL REPORT
 1987

FLORIDA DEPARTMENT OF STATE
 George Firestone
 Secretary of State
 DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

Read Notice and Instructions on Other Side Before Making Entries
 Filing Fee of \$25 Required - Make Checks Payable To: Secretary of State

1 Name and Address of Corporation Principal Office
 622797
 COUNTRYWIDE FUNDING CORPORATION
 155 NORTH LAKE AVENUE
 P. O. BOX 7137
 PASADENA, CA 91109-4137

7 Enter Change of Address of Corporation Principal Office P.O. Box Number Applies NOT Sufficient

Street Address 21
 P.O. Box No 22
 City and State 23 07/17/87
 Zip Code 24 91109

If above address is incorrect in any way, enter the correct address in item 2 include Zip Code

3 Date Incorporated or Qualified To Do Business in Florida 05/15/1969
 4 Federal Employer Identification Number (FEIN) 13-2631719

5 Names and Street Addresses of Each Officer and Director as of December 31, 1986

6 Names of Officers and Directors	7 Title	8 Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	9 City and State
LEIZ, SIDNEY	V	155 NORTH LAKE AVENUE	PASADENA, CA
TURNHEIMER, WAYNE Paul H. Moeller	S	155 NORTH LAKE AVENUE	PASADENA, CA
BARTLETT, LEE	V/D	155 NORTH LAKE AVENUE	PASADENA, CA
KURLAND, STANFORD L.	C/F/D	155 NORTH LAKE AVENUE	PASADENA, CA
MOZILLO, ANGELO	P/D	155 NORTH LAKE AVENUE	PASADENA, CA
LOEB, DAVID	D	155 NORTH LAKE AVENUE	PASADENA, CA

REGISTERED AGENT INFORMATION

10 Name and Address of Current Registered Agent
 C T CORPORATION SYSTEM
 8751 W. BROWARD BLVD.
 PLANTATION, FL. 33324

11 Name and Address of New Registered Agent

Street Address 1 (Do NOT Use P.O. Box Number) 82
 Street Address 2 (Do NOT Use P.O. Box Number) 83
 City and State 84

12 Pursuant to the provisions of Sections 607.034 and 607.017, Florida Statutes, the above-named corporation, dual listed to transact business in the State of Florida, submits this statement for the purpose of changing its registered office, its registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on _____.

I hereby accept the appointment of registered agent, I am familiar with, and accept the obligations of Section 607.125 F.S.

SIGNATURE _____ DATE _____
 (Registered Agent Accepting Appointment)

13 IMPORTANT - THIS SECTION MUST BE COMPLETED
 Has this corporation amended its articles to reflect an increase in the authorized number of shares since the last annual report?
 YES NO

14 IMPORTANT - THIS SECTION MUST BE COMPLETED IF ITEM 10 IS YES
 Has said amendment been filed with this office? Yes No
 If the answer is no, this report cannot be processed until this amendment has been filed. N/A

15 I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
 I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath (Officer signing must be listed in Block 6)

Signature Paul H. Moeller Date June 24, 1987
 Printed Name of Signing Officer Paul H. Moeller Title Corporate Secretary Telephone Number (818) 304-8400

16 Should you desire a certificate of status check the box
 CERTIFICATE OF STATUS DESIRED

\$5 Additional Fee required for a Certificate of Status.

CORPORATION

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

CORPORATION
ANNUAL REPORT
1988



FLORIDA DEPARTMENT OF STATE
 Jim Smith
 Secretary of State
 DIVISION OF CORPORATIONS

Filing Fee of \$25 Required - Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office
 822797
COUNTRYWIDE FUNDING CORPORATION
155 NORTH LAKE AVENUE
P.O. BOX 7137
PASADENA, CA 91109

2. (Enter Change of Address of Corporation Principal Office, P.O. Box Number, Above in 1987 Reporting Year)
 Street Address 21
 P.O. Box Number 22
 City and State 23
 Zip Code 24

REB 1 1 1988

3. Date incorporated in Florida 05/15/1969 4. Federal Employer Identification Number 13-2631719 5. Date of Last Report 07/06, 1987

6. List Names and Addresses of Officers and Directors (Use back of form for additional names)

Name, Title and Office	City and State
LENZ, SIDNEY V	155 NORTH LAKE AVENUE PASADENA, CA
XXXXXXXXXXXX DENNIS D. SLATTERY S	155 NORTH LAKE AVENUE PASADENA, CA
BARTLETT, LES V/D	155 NORTH LAKE AVENUE PASADENA, CA
HURLAND, STANFORD L. C/P/O	155 NORTH LAKE AVENUE PASADENA, CA
MOTILLO, ANGELO P/D	155 NORTH LAKE AVENUE PASADENA, CA
LOEB, DAVID D	155 NORTH LAKE AVENUE PASADENA, CA

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent
CIT CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL 33324

8. Name and Address of Last Registered Agent
 Street Address 1 (Do Not Use P.O. Box Number) 10
 Street Address 2 (Do Not Use P.O. Box Number) 11
 City and State 12 Zip Code 13

9. Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned hereby certifies that the information furnished in this report is true and correct to the best of his or her knowledge and belief.

SIGNATURE _____ DATE _____
 Registered Agent Accepting Appointment

10. If a foreign corporation, indicate the correct jurisdiction of Florida
 See separate instructions for the jurisdiction of incorporation on page 10041-10042

11. I Certify that I am an Officer or Director of the Corporation. In the event of a change of officers or directors, the Report is due on the next report due date.
 Name, Title and Office of Officer
DENNIS D. SLATTERY SECRETARY
 Date 2/24/88
 Telephone Number 818-304-8428

12. Service of process is complete on all persons named herein
 CERTIFICATE OF STATUS (REQUIRED) \$5 Additional Fee required for a Certificate of Status

OPTIONAL FORM NO. 100 (REV. 1-78)

COUNTRYWIDE 

National Headquarters
Countrywide Building
154 N. Lake Avenue
P.O. Box 711
Pasadena, California 91109-7111
(213) 491-1100

Credit Insurance Co., Inc.
Listed NYSE

February 26, 1988

Division of Corporations
Annual Reports
Caller Service #1500
Tallahassee, Florida 32302-1500

RE Corporation Annual Reports

Dear Sir or Madam:

Enclosed herewith please find the completed Annual Report for the following corporation:

Countrywide Funding Corporation FEIN # 13-2631719

Also enclosed is one (1) check, in the amount of \$30.00, to cover the cost of the filing fee.

If you should have any questions regarding the enclosed documents, please feel free to contact this office.

Sincerely,

Marian Masters

Marian Masters
Legal Secretary

wem:032

Enclosures

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST

CORPORATION
ANNUAL REPORT
1989



FLORIDA DEPARTMENT OF STATE
 Jim Smith
 Secretary of State
 DIVISION OF CORPORATIONS

1989 MAR - 9 10:00

Filing Fee of \$35 Required - Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

822797 7
COUNTRYWIDE FUNDING CORPORATION
 155 NORTH LAKE AVENUE
 P.O. BOX 7137
 PASADENA, CA 91109-7137

ZIP - 4

155 North Lake Avenue, Dept. 019
 Street Address 21

PO BOX 7137

City and State 21

Zip Code 21

If above address is not correct in any way, enter the correct address
 in Item 2, including Zip Code

3. Date incorporated or qualified
 To Do Business in Fla. CA
 05/15/1969

4. Federal Taxpayer
 Identification Number (FID No.)
 13-2631719

5. Date of
 Last Report
 03/08/1988

6. Names and Street Addresses of Each Officer and Director as of December 31, 1988

Type	Name of Officer and Director	Street Address of Each Officer and Director (Do NOT use P.O. Box Numbers)	City and State
V	LENG, SIDNEY	155 NORTH LAKE AVENUE	PASADENA, CA
S	SLATTERY, DENNIS D.	155 NORTH LAKE AVENUE	PASADENA, CA
V/D	BARTLETT, LBE	155 NORTH LAKE AVENUE	PASADENA, CA
C/P/O	KURLAND, STANFORD L.	155 NORTH LAKE AVENUE	PASADENA, CA
P/D	MOZILLO, ANGLO	155 NORTH LAKE AVENUE	PASADENA, CA
D	LOBB, DAVID	155 NORTH LAKE AVENUE	PASADENA, CA

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
 8751 W. BROWARD BLVD.
 PLANTATION, FL. 33324

8. Name and Address of Last Registered Agent

Street Address (Do NOT use P.O. Box Numbers)

Street Address (Do NOT use P.O. Box Numbers)

City and State

FL

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above named corporation, partnership, trust, or other entity under the laws of the State of Florida, hereby certifies the statement to the purpose of changing its registered office or registered agent or both in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors or other governing authority, and the same is hereby certified to be true and correct. If liability is not the responsibility of registered agent, I am familiar with and object to the registration of Section 607.034, F.S.

SIGNATURE _____ DATE _____
 (Registered Agent Accepting Appointment)

10. Do I do through this person (see next increased business in Florida)

11. I Certify that I am an Officer or Director of this Corporation, the Receiver or Trustee, or otherwise authorized to execute this report as required by Chapter 607, F.S. (Former Cert. of Incorporation, Signature On This Report shall have the Same Legal Force As if Made Under Our Certificate of Incorporation, as amended, issued in 1988.)

Signature *[Signature]*

Date 2/10/89

Typed Name of Officer or Director
Dennis D. Slattery

Title
Secretary

Telephone Number
(818)304-8612

12. Should you make a certificate of status check the box

CERTIFICATE ON STATUS DESIRED

\$5 Annual Fee
 (Required for
 Certificate of Status)

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

REG-00104

CORPORATION
ANNUAL REPORT
1990



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

APPROVED
AND
FILED

1990 FEB 14 PM 2:02

Read Notes and Instructions on Other Side before Using Envelope
Filing Fee of \$35 Required - Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office
822797 7
ZIP + 4 PRESORT
COUNTRYWIDE FUNDING CORPORATION
155 NORTH LAKE AVE DEPT. 019
P.O. BOX 7137
PASADENA, CA 91109-7137

If above address is incorrect in any way, write the correct address in Item 2, include Zip Code

2. If Address of Principal Office is not the same as the address of the corporation, give the name of the corporation and the address of the principal office.
Street Address: _____
PO Box: _____
City and State: _____
Zip Code: _____

3. Date Authorized or Qualified to Do Business in Florida: **05/15/1969**
4. FEI Number: **13-2631719**
FEI Number Applies for FEI Number Two Approval

5. Names and Street Addresses of Each Officer and Director (Do not use the corporation name or name of the corporation to cover over incorrect information.)

Title	Name of Officer or Director	Street Address of Each Officer and Director (Do not use Post Office Box Number)	City and State
V	LENZ, SIDNEY	155 NORTH LAKE AVENUE	PASADENA, CA
S	SLATTERY, DENNIS D.	155 NORTH LAKE AVENUE	PASADENA, CA
V/D	BARTLETT, LEE	155 NORTH LAKE AVENUE	PASADENA, CA
C/F/O	KURLAND, STANFORD L.	155 NORTH LAKE AVENUE	PASADENA, CA
P/D	MOZILLO, ANGELO	155 NORTH LAKE AVENUE	PASADENA, CA
D	LOEB, DAVID	155 NORTH LAKE AVENUE	PASADENA, CA

6. REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL. 33324

8. Name and Address of Past Registered Agent
Name of: _____
Street Address (Do not use PO Box Number): _____
Street Address (Do not use PO Box Number): _____
City and State: _____ Zip Code: _____

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent in full in the State of Florida. Such change will be effective on the date accepted by the Division of Corporations.
I hereby accept the appointment of registered agent, I am familiar with and accept the obligations of Section 607.025, F.S.

SIGNATURE: _____ DATE: _____
(In printed Agent Addressing Agreement)

10. I certify that the information indicated on this annual report or biennial annual report is true and correct and that my signature shall have the same legal effect as if made under oath. I hereby certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, F.S.

11. I certify that the information indicated on this annual report or biennial annual report is true and correct and that my signature shall have the same legal effect as if made under oath. I hereby certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, F.S.

Signature: *Dennis D. Slattery* Title: **Secretary** Telephone Number: **(818) 304-8428**

12. Check the appropriate certificate of status of the corporation.
CERTIFICATE OF STATUS DESIRED **Additional Fee required for a Certificate of Status**

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION
ANNUAL REPORT
1991



FLORIDA DEPARTMENT OF STATE
and
Secretary of State
DIVISION OF CORPORATIONS

APPROVED

FILING FEE OF \$61.25 REQUIRED

Name and Mailing Address of Corporation DOCUMENT #822797 (7)

COUNTRYWIDE FUNDING CORPORATION
155 NORTH LAKE AVE DEPT. 019
P.O. BOX 7137
PASADENA, CA 91109-7137

If Address of Board of Directors in any way differs from current address shown P.O. Box is acceptable. The NAME of the corporation can be changed only by filing an amendment.

21 Street Address

22 P.O. Box No.

23 City and State

24 Zip Code

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

3 Date Incorporated or Qualified To Do Business in Florida: 05/15/1969
4 FEI Number: 13-2631719
5 FEI Number Assigned For: \$8.75 Additional Fee required for a Certificate of Status Desired
6 FEI Number Not Applicable

6 Names and Street Addresses of Each Officer and Director (Do not use any copy, carbon tape or hand to copy with an exact reproduction.)

Title	Names of Officers and Directors	Street Address of Each Officer and Director (Do NOT use Post Office Box Numbers)	City and State
V	XXXXXXXXXXXXXXXXXXXX	155 NORTH LAKE AVENUE	PASADENA, CA
S	XXXXXXXXXXXXXXXXXXXX Sandor E. Samuels	155 NORTH LAKE AVENUE	PASADENA, CA
V	XXXXXXXXXXXXXXXXXXXX	155 NORTH LAKE AVENUE	PASADENA, CA
D	KURLAND, STANFORD L.	155 NORTH LAKE AVENUE	PASADENA, CA
P/D	MOZILO, ANGELO	155 NORTH LAKE AVENUE	PASADENA, CA
D	LOEB, DAVID	155 NORTH LAKE AVENUE	PASADENA, CA

REGISTERED AGENT INFORMATION

7 Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL. 33324

FL

9 Pursuant to the provisions of Sections 607.0502 and 607.1002, Florida Statutes, the above named corporation hereby certifies that the office of registered agent for this corporation in the State of Florida is duly organized and authorized by the corporation to accept the appointment as registered agent. I am familiar with and accept the corporation's financial condition. For the corporation:

SIGNATURE _____
(Registered Agent Accepting Appointment)

10 I certify that the information included on this annual report or supplemental annual report is true and correct to the best of my knowledge and belief, and that I am an officer or director of the corporation or the person who has been employed to prepare the report and is duly authorized to sign the report on behalf of the corporation. Florida Statutes, and that my name appears in Item 6 on an attachment with my address.

SIGNATURE *[Signature]* DATE 3/28/91
Typed Name of Signing Officer or Director: Sandor E. Samuels Title: Secretary

FILING FEE OF \$61.25 REQUIRED - Make Checks Payable To: Secretary of State \$8.75 Additional Fee required for a Certificate of Status

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1991.

CORPORATION
ANNUAL REPORT
1992



FLORIDA DEPARTMENT OF STATE
Jan. Deak
Secretary of State
DIVISION OF CORPORATIONS

822792

APPROVED
SEC. OF STATE
CORPORATIONS DIV.
TALLAHASSEE, FLA.
FILED

FILING FEE \$61.25 Make Payable To: Secretary of State

1. Name and Mailing Address of Corporation **DOCUMENT #822797 (7)**
COUNTRYWIDE FUNDING CORPORATION
155 NORTH LAKE AVE DEPT. 019
P.O. BOX 7137
PASADENA CA 91101-1857

2. Filing Office (Block 2 is required if filing through the regular channels of a local or county address book. P.O. Box is acceptable. The state of the corporation must be changed with the filing of this report.)
 21 Mailing Address
 22 P.O. Number
 23 City and State
 24 Zip Code
 3. Date of Filing (Date of Filing must be the date of filing)
05/15/1989

2a. Date of Report **04/02/1991**
 4. Filing Office **13-2631719**
 5. Filing Fee (Required for all filings) **\$6.75** (Assessment for report to a Corporation of State)
 6. Filing Fee (Required for all filings) **\$6.75** (Assessment for report to a Corporation of State)

6. Name and Street Address of Each Officer and Director (Do not include corporation name or full name of officer or director.)

1. Title	2. Name of Officer and Director	3. Street Address of Each Officer and Director (Do not include corporation name or full name of officer or director.)	4. City and State
S	SAMUELS, SANDOR E	155 NORTH LAKE AVENUE	PASADENA, CA
D	KURLAND, STANFORD L.	155 NORTH LAKE AVENUE	PASADENA, CA
P/D	MOZILO, ANGELO	155 NORTH LAKE AVENUE	PASADENA, CA
D	LOEB, DAVID	155 NORTH LAKE AVENUE	PASADENA, CA

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL. 33324

8. Name and Address of Current Registered Agent (Same as above)

C T CORPORATION SYSTEM
1200 S. PINE ISLAND RD.
PLANTATION FL 33324

9. Signature of Officer or Director (Do not include corporation name or full name of officer or director.)

10. Signature of Registered Agent (Do not include corporation name or full name of officer or director.)

11. Signature of Officer or Director (Do not include corporation name or full name of officer or director.)

SANDOR E. SAMUELS
Secretary

12. Order you wish to contribute to the Election Campaign Financing Trust Fund (check the box with the amount you wish to contribute.)



Prentice Hall Corporate Services

822797

ATTN: Katrina (804) 222-7495

110 NORTH MAGNOLIA DRIVE
TALLAHASSEE, FL 32301

Walk In () Call if Problem

() Will Wait Pick up

1:00

CORPORATION(S) NAME

CHARTER NUMBER

Countrywide Funding Corporation

RA

Change

- File change of Agent
- plain copy

RECORDED 11 20 93

FILED
JUN 22 11 4 11

FOR PRENTICE HALL CORPORATE SERVICES' USE ONLY

ATTN: Mary Galstian - LA

JOB # 052-73-30011-70

VERBAL REQUESTED: YES OR NO

DATE SENT: 1-22 MAIL FED EXP.

SENT TO: _____

1/22/93
ADH

ADH
ADH
ADH

ST./CTY. FEES	<u>1</u>
SPEC. HANDL	_____
MESSENGER	_____
FAX FEE	<u>35</u>

File Now. Filing Fee after May 1 is \$225.00

CORPORATION
ANNUAL REPORT
1993



FLORIDA DEPARTMENT OF STATE
Division of State
Records Administration

DOCUMENT # 822797 (7)

COUNTRYWIDE FUNDING CORPORATION
155 NORTH LAKE AVE DEPT. 019
P.O. BOX 7137
PASADENA CA 91101-1835

05/15/1969

05/12/1992

FILING FEE
\$200.00

ANNUAL REPORT FEE \$1.75 - \$138.75 CORPORATION SUPPLEMENTAL FEE
LAKE CROWN PAYABLE TO DEPARTMENT OF STATE

132831719

21	26
22	27
23	28

5	\$8.75
6	\$5.00 (Add to Fees)
7	\$138.75 (Supplemental Fee Not Required)
8	XX

24 Name and Address of Current Registered Agent

10 Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

The Prontice Hall Corp. Systems, Inc.
110 North Magnolia Street

FL 92301

11. I hereby certify that the provisions of Sections 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000

22	S SAMUELS, SANDOR E 155 NORTH LAKE AVENUE PASADENA CA
23	D KURLAND, STANFORD L. 155 NORTH LAKE AVENUE PASADENA CA
24	P/O MOZILLO, ANGELO 155 NORTH LAKE AVENUE PASADENA CA
25	D LOEB, DAVID 155 NORTH LAKE AVENUE PASADENA CA

Asst. Sec.
Poe, Patricia I.
155 No. Lake Ave.
Pasadena, CA 91101

SIGNATURE *Patricia I. Poe*
Patricia I. Poe
Asst. Sec.

2/22/93
818 304-5870

COUNTRYWIDE FUNDING CORPORATION

David S. Loeb	Chairman
Angelo R. Moxilo	President & CEO
	Director
Stanford L. Kurland	Senior Managing Director & COO
	Director
Thomas H. Boone	Managing Director/Loan Administration
Carlos M. Garcia	Managing Director & CFO
Marshall M. Gates	Managing Director, Production Support and Administration
Sandor E. Samuels	Managing Director, Legal, General Counsel & Secretary
Sidney Lens	Executive VP/Consumer Division
Ralph S. Moxilo	EVP - Chief Underwriting & Compliance Officer
Gerald L. Baker	Managing Director, Sales & Marketing
Jeffrey Butler	Managing Director & Chief Information Officer
Kevin W. Bartlett	Managing Director, Capital Markets
Rick Cossano	EVP, Wholesale Division
Richard DeLeo	EVP, Loan Administration
Gregory A. Lumsden	EVP, Retail Division
Joe P. Harvey	EVP, Correspondent Division
David Sambol	SVP, Servicing Acquisitions
Patricia I. Poe	Assistant Secretary
Thomas K. McLaughlin	SVP, Treasurer

Business Address for all of the above is: 155 North Lake Avenue
Pasadena, CA 91101

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION ANNUAL REPORT 1994

FLORIDA DEPARTMENT OF STATE
 AND SENATE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS



RECEIVED
 MAY 1 1994
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

1. CORPORATION NAME
 COUNTRYWIDE FUNDING CORPORATION

DOCUMENT #
 822797 (7)

Mailing Address
 155 NORTH LAKE AVE DEPT. 019
 P.O. BOX 7137
 PASADENA CA 91108-4137

Principal Place of Business
 155 NORTH LAKE AVE DEPT. 019
 P.O. BOX 7137
 PASADENA CA 91108-4137

I declare that I am the president or secretary of the corporation and that the information furnished herein is true and correct to the best of my knowledge and belief.

2. Mailing Address 21
3a. Date of Incorporation or Qualification 26
3b. Date of Last Report 27
4. Federal Tax ID Number 28
5. Certificate of Status (Fees) 29
6. Excess Franchise Fee (Fees) 30
7. Nonprofit Exempt from \$100.75 Supplemental Fee 31
8. This corporation has liability for nonpayment for under \$100.00 Florida Statutes 32

DO NOT WRITE IN THIS SPACE

05/15/1989
 05/01/1993
 13-2631719
 \$0.75
 \$5.00 May Be Added to Fees
 Yes No

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
 110 NORTH MAGNOLIA STREET
 TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
 1201 HAYES STREET
 SUITE 105
 TALLAHASSEE FL 32301

I1. Pursuant to the provisions of Sections 107.05(2) and 107.10(2) or Sections 617.05(2) and 617.15(2), Florida Statutes, the above-named corporation submits the statement for the purpose of changing its registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent, I am familiar with, and accept the obligations of, Section 107.05(2) or 617.05(2), Florida Statutes.

SIGNATURE _____ DATE _____

12. OFFICERS AND DIRECTORS

12.01 NAME	S	12.02 NAME	SAMUELS, SANDOR E
12.03 STREET ADDRESS		12.04 STREET ADDRESS	155 NORTH LAKE AVENUE PASADENA CA
12.05 CITY		12.06 CITY	PASADENA CA
12.07 STATE		12.08 STATE	CA
12.09 NAME	O	12.10 NAME	KURLAND, STANFORD L
12.11 STREET ADDRESS		12.12 STREET ADDRESS	155 NORTH LAKE AVENUE PASADENA CA
12.13 CITY		12.14 CITY	PASADENA CA
12.15 STATE		12.16 STATE	CA
12.17 NAME	P/D	12.18 NAME	MOZLO, ANGELO
12.19 STREET ADDRESS		12.20 STREET ADDRESS	155 NORTH LAKE AVENUE PASADENA CA
12.21 CITY		12.22 CITY	PASADENA CA
12.23 STATE		12.24 STATE	CA
12.25 NAME	A/S	12.26 NAME	POE, PATRICIA I
12.27 STREET ADDRESS		12.28 STREET ADDRESS	155 N. LAKE AVE. PASADENA CA
12.29 CITY		12.30 CITY	PASADENA CA
12.31 STATE		12.32 STATE	CA

13. CHANGES TO OFFICERS AND DIRECTORS #12

13.01 NAME		13.02 NAME	
13.03 STREET ADDRESS		13.04 STREET ADDRESS	
13.05 CITY		13.06 CITY	
13.07 STATE		13.08 STATE	
13.09 NAME		13.10 NAME	
13.11 STREET ADDRESS		13.12 STREET ADDRESS	
13.13 CITY		13.14 CITY	
13.15 STATE		13.16 STATE	
13.17 NAME		13.18 NAME	
13.19 STREET ADDRESS		13.20 STREET ADDRESS	
13.21 CITY		13.22 CITY	
13.23 STATE		13.24 STATE	

14. This person certifies that the information provided with this filing is voluntary furnished and does not qualify for the exemption stated in Section 110.07(2)(a), Florida Statutes. I warrant that the information furnished is true and correct to the best of my knowledge and belief. I warrant that the information indicated on this annual report is supplemental annual report and that the signature shall have the same legal effect as if made under oath. I warrant that I am the president or secretary of the corporation and that the information furnished herein is true and correct to the best of my knowledge and belief. I warrant that I am an officer or director of the corporation and that the information furnished herein is true and correct to the best of my knowledge and belief. I warrant that I am an officer or director of the corporation and that the information furnished herein is true and correct to the best of my knowledge and belief. I warrant that I am an officer or director of the corporation and that the information furnished herein is true and correct to the best of my knowledge and belief.

SIGNATURE: *Patricia I. Poe* Patricia I. Poe/Asst. Secretary 3/30/94

FILE NOW, FILING FEE AFTER MAY 1, 1995 \$225.00

CORPORATION
ANNUAL REPORT
1995



STATE OF FLORIDA
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

DOCUMENT # 822797 (7)

95 MAR 32 PM 12:50

COUNTRYWIDE FUNDING CORPORATION

Principal Place of Business: 155 NORTH LAKE AVE DEPT. 019 P.O. BOX 7137 PASADENA CA 91108-4137
Mailing Address: 155 NORTH LAKE AVE DEPT. 019 P.O. BOX 7137 PASADENA CA 91108-4137

DO NOT WRITE IN THIS SPACE

1. Date incorporated or qualified: 05/15/1969	2a. Date of last report: 04/11/1994
2. Principal Place of Business: 155 NORTH LAKE AVE DEPT. 019 P.O. BOX 7137 PASADENA CA 91108-4137	4. Filing Address: 13-2631719
2a. Mailing Address: 155 NORTH LAKE AVE DEPT. 019 P.O. BOX 7137 PASADENA CA 91108-4137	5. Certificate of Status Debared: <input type="checkbox"/> \$8.75 Additional Fee Required
2b. State, Apt. #, etc: State, Apt. #, etc.	6. Election Campaign Financing: <input type="checkbox"/> \$5.00 May Be Added to Fees
2c. City & State: City & State	7. This corporation has actively maintained its office in Florida: <input type="checkbox"/> Yes <input type="checkbox"/> No
2d. Zip: Zip Country: Country	

9. Name and Address of Current Registered Agent: THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYES ST. STE 105 TALLAHASSEE FL 32301	10. Name and Address of New Registered Agent: B1 Name: B2 Street Address P.O. Box, Floor # or Rm. Apartment: B3: B4 City: FL B5 Zip Code:
-----------------------------------------------------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------------------------------

11. Pursuant to the provisions of Sections 607.01(2) and 607.01(3), Florida Statutes, the above-named corporation certifies that the information furnished for the purpose of changing its registered office or registered agent is true, in the State of Florida. Such change was authorized by the corporation's Board of Directors. I hereby accept the appointment as registered agent. I am under oath and affirm the contents of Section 607.01(3), Florida Statutes.

SIGNATURE: _____

12. OFFICERS AND DIRECTORS		13. ADDITIONAL CHANGES TO OFFICERS AND DIRECTORS of 12	
TITLE: S	NAME: SAMUELS, SANDOR E STREET ADDRESS: 155 NORTH LAKE AVENUE CITY, ST., ZIP: PASADENA CA	11. TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE: D	NAME: KURLAND, STANFORD L. STREET ADDRESS: 155 NORTH LAKE AVENUE CITY, ST., ZIP: PASADENA CA	12. TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE: PD	NAME: MOZILO, ANGELO STREET ADDRESS: 155 NORTH LAKE AVENUE CITY, ST., ZIP: PASADENA CA	13. TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE: D	NAME: LOEB, DAVID STREET ADDRESS: 155 NORTH LAKE AVENUE CITY, ST., ZIP: PASADENA CA	14. TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE: AS	NAME: POE, PATRICIA I. STREET ADDRESS: 155 N. LAKE AVE. CITY, ST., ZIP: PASADENA CA	15. TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE:	NAME:	16. TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE:	NAME:	17. TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition	

14. This corporation certifies that the information submitted with this filing is voluntary, accurate, and shall not qualify for the exemption stated in Section 607.01(3)(a), Florida Statutes. I hereby certify that the information submitted in this report is true and accurate and that the report will not have the same legal effect as if it were filed with the State of Florida. I am under oath and affirm the contents of this report as required by Chapter 607, Florida Statutes, and that my name appears in Section 607.01(3) of the Florida Statutes with an address.

SIGNATURE: *Patricia I. Poe* Patricia I. Poe 03/27/95 (818) 666-5769

FOR RENT STALL
TALLAHASSEE, FL 32304
UNIVERSITY

800-342-8080

822797



PRINTED ON
RECYCLED PAPER

ACCOUNT NO. : 0721000090032

REFERENCE : 804460 4386318

AUTHORIZATION :

COST LIMIT : *

FILED
96 MAR 20 PM 4:22
DIVISION OF CORPORATION

ORDER DATE : March 15, 1996

ORDER TIME : 12:12 PM

ORDER NO. : 804460

CUSTOMER NO: 4386318

CUSTOMER: Ms. Anne Pick
Countrywide Funding
Dept. 19 - Legal Department
155 N. Lake Avenue
Pasadena, CA 91101

RECORDED 1751 MAR 1
1996 10:55 AM
DIVISION OF CORPORATION

FOREIGN FILING

NAME: COUNTRYWIDE FUNDING CORPORATION

PROFIT
 NON-PROFIT

CORPORATION
 LIMITED PARTNERSHIP

~~XXXX~~ AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

REC'D
96 MAR 20 PM 3:01
DIVISION OF CORPORATION
NC
HSP
3/20



RECEIVED

95 MAR 21 PM 12:50

FLORIDA DEPARTMENT OF STATE
Sandra B. Morton
Secretary of State
DIVISION OF CORPORATIONS

March 21, 1996

CSC NETWORKS
GAIL SHELBY

SUBJECT: COUNTRYWIDE FUNDING CORPORATION
Ref. Number: 822797

*Submitted on the
20th needs
the
20th's
file date*

We have received your document for COUNTRYWIDE FUNDING CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The ~~date of authorization to transact business in Florida~~ must be contained in the document. *05/13/69*

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 696A00012956

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(S. 607.1804, F.S.)

SECTION I (1-3 must be completed)

1. Countrywide Funding Corporation
Name of corporation as it appears on the records of the Department of State.
2. Incorporated under laws of: New York
3. Date authorized to do business in Florida: 5-15-69

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

March 11, 1996

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Countrywide Home Loans, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A



Signature

Anne Pick

Typed or printed name

March 12, 1996

Date

Asst. Secy.

Title

FILED
MAR 20 9 14 AM '96
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

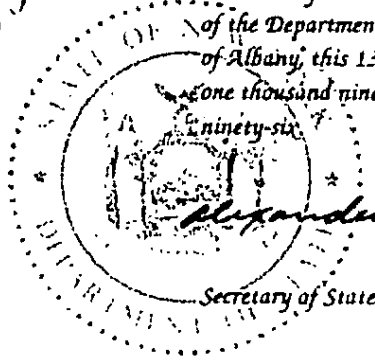
State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of COUNTRYWIDE HOME LOANS, INC. was filed on 03/17/1969, under the name of COUNTRYWIDE FUNDING CORPORATION, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution; and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment COUNTRYWIDE FUNDING CORPORATION, changing name to COUNTRYWIDE HOME LOANS, INC., was filed 03/11/1996.

...

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 13th day of March
one thousand nine hundred and
ninety-six.



Alexander F. Trenchard

Secretary of State