



F01000004073

ACCOUNT NO. : 072100000032
 REFERENCE : 239446 7265233
 AUTHORIZATION : *Patricia Pigeot*
 COST LIMIT : \$ 70.00

FILED
 01 AUG -2 AM 11:10
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ORDER DATE : July 25, 2001
 ORDER TIME : 9:08 AM
 ORDER NO. : 239446-005
 CUSTOMER NO: 7265233
 CUSTOMER: Lisa Macdonald, Esq
 American Home Partners, Inc.
 20 Realty Drive
 Cheshire, CT 06410

RECEIVED
 01 AUG -2 AM 9:36
 DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: HOME PARTNERS CREDIT CORP.

300004512283--2

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

BK

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

FILED
MAY 10 10 01 AM '09
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. Home Partners Credit Corp.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 223774500
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 19, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
c/o Home Partners Credit Corp., 20 Realty Drive
7. Cheshire, CT 06410
(Principal office address)

(Current mailing address)

8. To engage in the business of soliciting, finding, placing, arranging, brokering, originating, making and servicing of construction mortgage loans. To engage in any act or activity for which corporations may be
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: 

(Registered agent's signature)

Dolores Burton Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

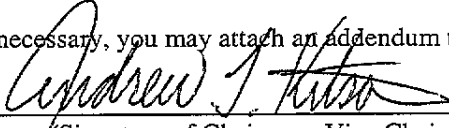
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Andrew T. Kitson, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Home Partners Credit Corp.

List of Officers

Name: Andrew T. Kitson **Title:** President
Bus. Addr.: c/o Home Partners Credit Corp. 20 Realty Drive, Cheshire, CT 06410

Name: Lisa K. MacDonald **Title:** VP, Secretary
Bus. Addr.: c/o Home Partners Credit Corp. 20 Realty Drive, Cheshire, CT 06410

Name: Vincent J. Masciana **Title:** SVP
Bus. Addr.: c/o Home Partners Credit Corp. 20 Realty Drive, Cheshire, CT 06410

Name: Roger J. Krystopa **Title:** VP & Treasurer
Bus. Addr.: c/o Home Partners Credit Corp. 20 Realty Drive, Cheshire, CT 06410

List of Directors

Name: Gregory J. Hendel **Term:** Mar 01, 2003
Bus. Addr.: c/o Home Partners Credit Corp. 20 Realty Drive, Cheshire, CT 06410

Name: Andrew T. Kitson **Term:** Mar 01, 2003
Bus. Addr.: c/o Home Partners Credit Corp. 20 Realty Drive, Cheshire, CT 06410

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOME PARTNERS CREDIT CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF JULY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HOME PARTNERS CREDIT CORP." WAS INCORPORATED ON THE NINETEENTH DAY OF MARCH A.D. 2001.

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SECRETARY OF STATE
TAMMANSSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1268501

DATE: 07-30-01