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TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: CH MORTGAGE COMPANY
(Name of corporation - must include suffix)

400001761004
-03/28/96--01076--031
*****0.75 *****0.75

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

COLEEN GADBERRY
(Name of Person)
CH MORTGAGE COMPANY
(Firm/Company)
7001 N. Scottsdale Rd., Ste 2055
(Address)
Scottsdale, Az 85253
(City/State/Zip)

FL COMPLIANCE SPECIALISTS, INC.
1475 TUNGHILL DRIVE
TALLAHASSEE, FL 32311
TEL. 904-942-5464

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3/28/96

Should you need to call someone concerning this matter, please call:

Coleen Gadberry at (602) 998-8535
(Name of Person) (Area Code & Daytime Telephone Number)

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COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

will wait

**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:*

1. CHI MORTGAGE COMPANY
(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. COLORADO 3. 871417815
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 11/21/80 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 7001 N. Scottsdale Rd., Ste 2055

Scottsdale, Az 85253

(Current mailing address)

8. Mortgage Lending
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: John Patrick Moroney

Office Address: 9450 Sunset Drive, Ste 101

Miami

, Florida, 33173

(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.

X John Patrick Moroney
(Registered agent's signature)

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.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

DIRECTOR/ Chairman: Randall C. Present
Address: 11911 Burnet Road
Austin, Tx 78758

DIRECTOR/ ~~Vice Chairman~~ Chairman: Donald R. Loback
Address: 7001 N. Scottsdale Rd., Ste 2050
Scottsdale, Az 85253

Director: W. Thomas Hickox
Address: 7001 N. Scottsdale Rd., Ste 2050
Scottsdale, Az 85253

Director: Kenda B. Gonzales
Address: 7001 N. Scottsdale Rd., Ste 2055
Scottsdale, Az 85253

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B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Randall C. Present
Address: 11911 Burnet Road
Austin, Tx 78758

Vice President: Coleen Gadberry
Address: 7001 N. Scottsdale Rd., Ste 2050
Scottsdale, Az 85253

Secretary: Coleen Gadberry
Address: 7001 N. Scottsdale Rd., Ste 2050
Scottsdale, Az 85253

Treasurer: None
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (SEE ADDITIONAL LIST OF OFFICERS ON NEXT PAGE)

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

14. Coleen Gadberry / Vice President
(Typed or printed name and capacity of person signing application)

12. List of additional officers:

Assistant Secretary: Bea Wolnoski
Address: 7001 N. Scottsdale Rd., Ste 2055
 Scottsdale, Az 85253

Assistant Secretary: Sue Markham
Address: 7001 N. Scottsdale Rd., Ste 2055
 Scottsdale, Az 85253

Assistant Secretary: Sonya Luechauer
Address: 11911 Burnet Road
 Austin, Tx 78758

Assistant Secretary: Burl McClendon, III
Address: 11911 Burnet Road
 Austin, Tx 78758

Assistant Secretary: Nita Stokes
Address: 11911 Burnet Road
 Austin, Tx 78758

Assistant Secretary: Kim Davidson
Address: 11911 Burnet Road
 Austin, Tx 78758

Assistant Secretary: Whitney Lochridge
Address: 11911 Burnet Road
 Austin, Tx 78758

Assistant Secretary: Christopher H. Chambers
Address: 12636 High Bluff Drive
 San Diego, Ca 92130

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STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, Secretary of State of the
Colorado hereby certify that

According to the records of this office

CH MORTGAGE COMPANY
(COLORADO CORPORATION)

file # 871417815 was filed in this office on NOVEMBER 21, 1980,
and has complied with the applicable provisions of the
laws of the State of Colorado and on this date is in good
standing and authorized and competent to transact business
or to conduct its affairs within this state.

Dated: FEBRUARY 23, 1996

Victoria Buckley

SECRETARY OF STATE

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