

F9700000609

Florida Compliance
 Requestor's Name Specialists
Dave Taylor
 Address
1331 E. Lafayette St., Ste. C
Tall. Fl. 32301 942-5464
 City/State/Zip Phone #

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 -11/21/97--01110--023
 *****70.00 *****70.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CH Mortgage Company GP, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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 SECRETARY OF STATE
 DIVISION OF CORPORATION
 97 NOV 18 PM 2: 18

Walk in Pick up time 11/19 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. CH Mortgage Company GP, Inc.
(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
(State or country under the law of which it is incorporated)
3. 74-2853238
(FEI number, if applicable)
4. 9/25/97
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 1/1/98
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 4515 Seton Center Parkway, Suite 200
Austin, Texas 78759
(Current mailing address)
8. general partner of partnership conducting mortgage activities in Florida
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)


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9. Name and street address of Florida registered agent:

Name: Mary Jo Rushing
Office Address: 8000 Governor's Square Blvd., Suite 106
Miami Lakes, Florida, 33016
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.


(Registered agent's signature) (Officer)

Mary Jo Rushing
(Type Name and Title of Officer)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

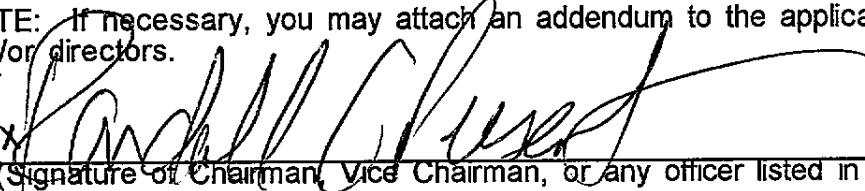
Address: _____

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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. Randall C. Present, President
(Typed or printed name and capacity of person signing application)

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CH Mortgage Company GP, Inc.

Directors and Officers List

Directors

W. Thomas Hickcox
7001 N. Scottsdale Road, Suite 2050
Scottsdale, Arizona 85253

Robert B. Ryan
7001 N. Scottsdale Road, Suite 2050
Scottsdale, Arizona 85253

Randall C. Present
4515 Seton Center Parkway, Suite 200
Austin, Texas 78759

Officers

Randall C. Present
4515 Seton Center Parkway, Suite 200
Austin, Texas 78759

Coleen Gadberry
7001 N. Scottsdale Road, Suite 2050
Scottsdale, Arizona 85253

Sonya Luechauer
4515 Seton Center Parkway, Suite 200
Austin, Texas 78759

Patricia A. Daffin
7001 N. Scottsdale Road, Suite 2050
Scottsdale, Arizona 85253

Bea Wolnoski
7001 N. Scottsdale Road, Suite 2050
Scottsdale, Arizona 85253

Burl McClendon, III
4515 Seton Center Parkway, Suite 200
Austin, Texas 78759

Nita Stokes
4515 Seton Center Parkway, Suite 200
Austin, Texas 78759

Title(s)

Chairman, President

Vice President, Secretary

Vice President, Assistant Secretary

Treasurer, Assistant Secretary

Assistant Secretary

Assistant Secretary

Assistant Secretary

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Gary N. Heinzig
4515 Seton Center Parkway, Suite 200
Austin, Texas 78759

Assistant Secretary

Christopher J. Chambers
12636 High Bluff Drive, Suite 300
San Diego, California 92130

Assistant Secretary

Don C. Merrell
7001 N. Scottsdale Road, Suite 2050
Scottsdale, Arizona 85253

Assistant Secretary

Kirby Luechauer
4515 Seton Center Parkway, Suite 200
Austin, Texas 78759

Assistant Secretary

Caroline G. Bunikis
7001 N. Scottsdale Road, Suite 2050
Scottsdale, Arizona 85253

Assistant Secretary

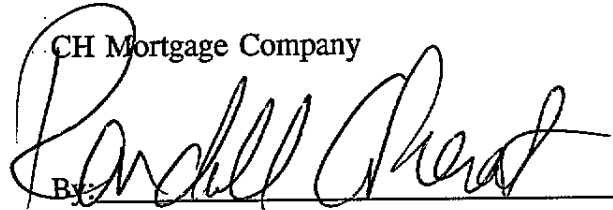
Susan M. Gaupel
7001 N. Scottsdale Road, Suite 2050
Scottsdale, Arizona 85253

Assistant Secretary

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CONSENT TO USE NAME

CH Mortgage Company, a corporation organized under the laws of the State of Colorado and having a certificate of authority to conduct business in the State of Florida, hereby consents to the use of the name CH Mortgage Company GP, Inc. in the State of Florida.

CH Mortgage Company


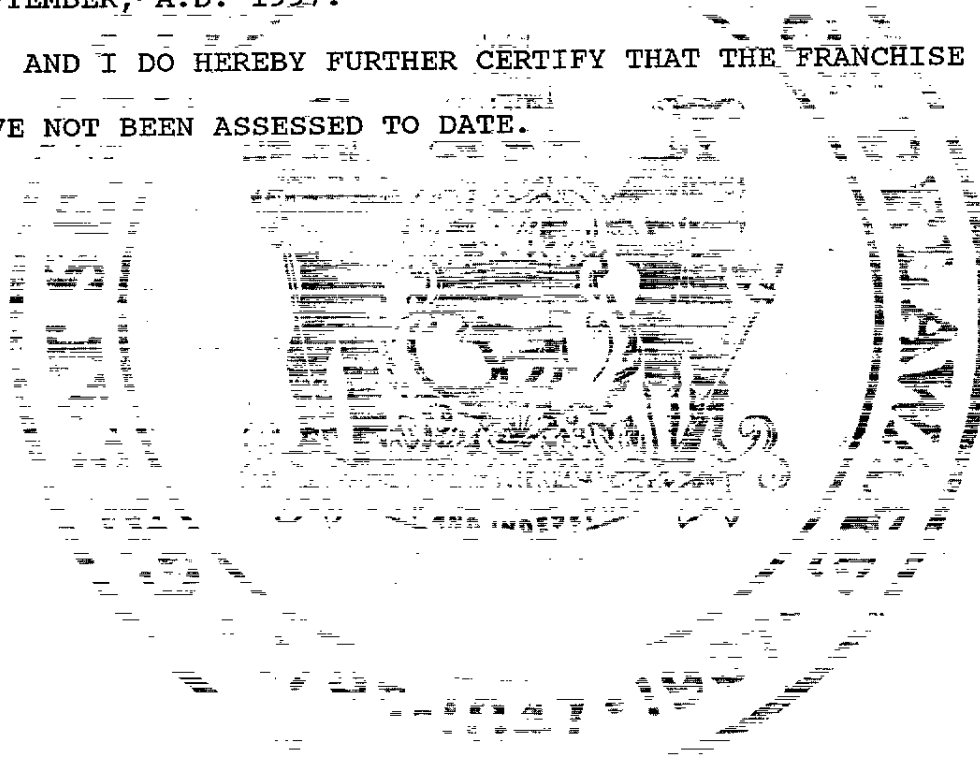
By: _____
Name: Randall C. Present
Title: President

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CH MORTGAGE COMPANY GP, INC." 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 TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 1997.

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



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8670385

DATE:

09-25-97