

F 99000000232

Document Number Only

CT Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

000002740010-50
-01/13/99--01065--006
*****70.00 *****70.00

CORPORATION(S) NAME

Bear, Stearns Funding, Inc.

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution/Withdrawal
- Limited Liability Company
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Name Registration
- Change of R.A.
- Fictitious Name
- UCC-1 Financing Statement
- UCC-3 Filing
- Certified Copy
- Photo Copies
- CUS
- Call When Ready
- Call if Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
- Mail Out

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Please Return Extra Copies
File Stamped.

Thank You!!

1/13

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JAN 13 PM 2:59

RECEIVED

99 JAN 13 PM 2:59
TALLAHASSEE, FLORIDA

AL JAN 13 1999

**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. Bear, Stearns Funding, 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 3. 13-3035622
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 11, 1980 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 245 Park Avenue
New York, NY 10167
(Current mailing address)

8. Purchase and sell commercial mortgage loans.
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

Charles W. Meyer
(Registered agent's signature)

**CHARLES W. MEYER
SPECIAL ASST. SECRETARY**

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.

FILED
JUN 13 PM 2:59
TALLAHASSEE, FLORIDA

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)

Chairman: Warren J. Spector

Address: 40 Fifth Avenue, PH-A

New York, NY 10011

Director

~~Vice Chairman~~ William J. Montgoris

Address: 286 Gregory Road

Franklin Lakes, NJ 07417

Director: Thomas M. Flexner

Address: 111 East 80th Street

New York, NY 10021

Director: n.a.

Address: _____

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

President: Jeffrey A. Mayer

Address: 55 Mayflower Drive

Tenafly, NJ 07670

Executive

Vice President: Thomas M. Flexner

Address: 111 East 80th Street

New York, NY 10021

Executive VP/

Secretary: Raymond L. Aronson

Address: 9 Bluebird Drive

East Hills, NY 11577

Executive VP/

Treasurer: William J. Montgoris

Address: 286 Gregory Road

Franklin Lakes, NJ 07417

93 JUN 13 PM 2:59
SECRET
TALLMAN
FLORIDA

FILED

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

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

14. William J. Montgoris, Executive Vice President/Treasurer
(Typed or printed name and capacity of person signing application)

BEAR, STEARNS FUNDING, INC.

**ADDENDUM TO ITEM 12.B.
ADDITIONAL OFFICERS**

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

Executive Vice President: Kathleen A. Costine
Address: 1185 Park Avenue, #15B
New York, NY 10128

Executive Vice President: Paul M. Friedman
Address: 11 Deerfield Lane
Scarsdale, NY 10583

Executive Vice President: Thomas F. Marano
Address: 15 Olde Greenhouse Lane
Madison, NJ 07940

Executive Vice President: Edward Raice
Address: 4 Aspetuck Lane
Westport, CT 06880

Executive Vice President: John M. Garzone
Address: 8 Zeloof Drive
Lawrenceville, NJ 08648

Executive Vice President/
Assistant Secretary: James G. Reichel
Address: 12 Carteret Court
Madison, NJ 07940

FILED
99 JAN 13 PM 2:59
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BEAR, STEARNS FUNDING, 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 ELEVENTH DAY OF JANUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

5701 (R1) 3
99 JAN 13 PM 2:59
SECRETARY OF STATE
TALLMANSVILLE, DELAWARE



Edward J. Freel

Edward J. Freel, Secretary of State

0895567 8300

991010008

AUTHENTICATION: 9512814

DATE: 01-11-99