

F990000002271



ACCOUNT NO. : 072100000032

REFERENCE : 205787 7107092

AUTHORIZATION : Patricia Pzyut

COST LIMIT : \$ 70.00

ORDER DATE : April 14, 1999

ORDER TIME : 9:54 AM

ORDER NO. : 205787-045

CUSTOMER NO: 7107092

CUSTOMER: Ms. Marian M. Bogdanyi
Provident Funding Associates,
1622 Corporate Center Circle

800002860128--6

Petaluma, CA 94954

FOREIGN FILINGS

NAME: PROVIDENT FUNDING CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Angie Glisar

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 MAY -3 AM 11:59

FILED

LC 5/3

99 MAY -3 AM 10:37
DIVISION OF CORPORATION

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. PROVIDENT FUNDING CORPORATION
(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. California 3. 91-1966720
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 19, 1999 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. Suite 155, 1633 BAYSHORE HIGHWAY
BURLINGAME, CA 94010
(Current mailing address)
LOAN ORIGINATION AND SOLICITATION

8. _____
(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 acceptable) **NOT**

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301

(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: Karen Wehner

(Registered agent's signature)

KAREN WEHNER, ASST. 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.

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MAY -3 AM 11:59
TALLAHASSEE FLORIDA
DEPARTMENT OF STATE

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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

14. MARIAN BOGDANYI, Assistant Secretary
(Typed or printed name and capacity of person signing application)

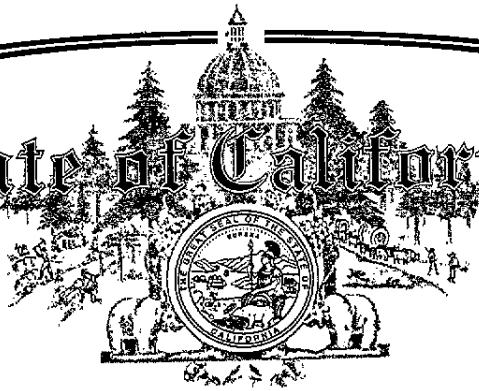
04/16/99

Provident Funding Corporation
 NAME AND ADDRESSES OF DIRECTORS and OFFICERS
 OF
 PROVIDENT FUNDING Corporation

Name	Title	Business Address	Residence	SSI Stock Class/ %Ownership
Ralph Pica DOB 3/6/34	Director Chairman	1633 Bayshore Hwy., Suite 155 Burlingame San Mateo County CA 94010	2661 Beach Road #P-23 Watsonville Monterey County CA 95076	087-26-9237 Class A 37.51%
R. Craig Pica DOB 8/26/61	Director, President, Vice Chairman	1633 Bayshore Hwy., Suite 155 Burlingame San Mateo County CA 94101	2715 St. Giles Mountain View San Mateo County CA 94040	553-17-7292 Class A 37.51%
Douglas Pica DOB 2/15/65	Director Senior Vice President	1633 Bayshore Hwy., Suite 155 Burlingame San Mateo County CA 94010	140 Park Avenue San Carlos San Mateo County CA 94070	568-35-0326 Class A 8.33%
Michelle Blake DOB 3/2/63	Director Senior Vice President Secretary	1633 Bayshore Hwy., Suite 155 Burlingame San Mateo County CA 94010	875 Palomar Drive Redwood City San Mateo County CA 94062	546-72-2627 Class A 8.33%
Mark Lefanowicz DOB 3/27/56	Director Senior Vice President CFO/Treasurer	1633 Bayshore Hwy., Suite 155 Burlingame San Mateo County CA 94101	3372 Hermosa Way Lafayette Contra Costa County CA 94549	386-50-7046 Class A 8.33%
Gerard McDonnell	General Counsel V.P., Secretary	1622 Corporate Cir. Petaluma, CA 949954	2288 Dancing Penny Way Santa Rosa, CA 95403	- 149-36-0293 - 0 -
Marian Bogdanyi	Compliance Manager, Asst. Secretary	1622 Corporate Cir. Petaluma, Ca	1889 Jennings Ave. Santa Rosa, CA 95401	566-02-9308

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 99 MAY -3 AM 11:59
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

State of California



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 19th day of April, 1999, PROVIDENT FUNDING CORPORATION became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of April 20, 1999.



Bill Jones
BILL JONES
Secretary of State