

M 060000002606

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

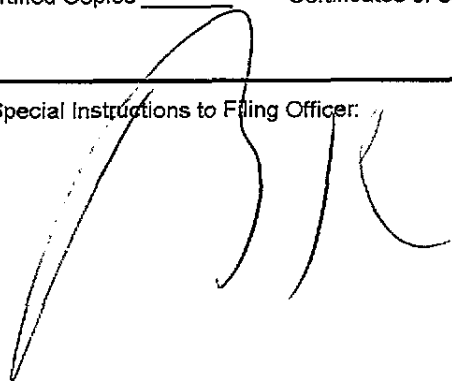
PICK-UP     WAIT     MAIL

(Business Entity Name)

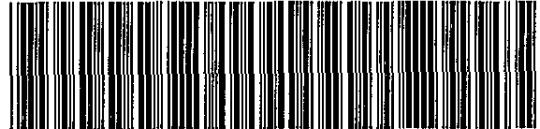
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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FILED  
2006 MAY 10 AM 9:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
06 MAY 10 PM 2:47  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032  
REFERENCE : 076963 7437044  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$ 125.00

2006 MAY 10 AM 9:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

ORDER DATE : May 2, 2006  
ORDER TIME : 12:07 PM  
ORDER NO. : 076963-045  
CUSTOMER NO: 7437044

FOREIGN FILINGS

NAME: GMAC MORTGAGE, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Doreen Wallace -- EXT# 2928

EXAMINER: \_\_\_\_\_

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA**

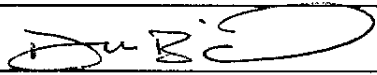
IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. GMAC Mortgage, LLC  
(Name of Foreign Limited Liability Company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-4752174  
(FBI number, if applicable)
4. 04/13/2006  
(Date of Organization)
5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 100 Witmer Road  
Horsham, PA 19044  
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here
9. The name and usual business addresses of the managing members or managers are as follows:  
See attachment.

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Originating and servicing residential and commercial loans.

  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

David M. Bricker, SVP, CFO & Director

Typed or printed name of signee

FILED  
2006 MAY 10 AM 9:05  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**ATTACHMENT TO QUESTION 9**  
**Florida**  
**Application to Transact Business for a Foreign LLC**  
**GMAC Mortgage, LLC**

**Name and Address of Each Manager**

Barry J. Bier  
Manager  
100 Witmer Road  
Horsham, PA 19044

David M. Applegate  
Manager  
4 Walnut Grove Drive  
Horsham, PA 19044

David M. Bricker  
Manager  
4 Walnut Grove Drive  
Horsham, PA 19044

David C. Walker  
Manager  
200 Renaissance Center  
Detroit, MI 48265

James R. Hillsman  
Manager  
4 Walnut Grove Drive  
Horsham, PA 19044

Ralph J. Hall  
Manager  
100 Witmer Road  
Horsham, PA 19044

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

GMAC Mortgage, LLC

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2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

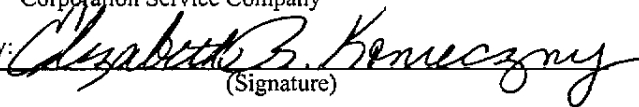
FL 32301

City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*

Corporation Service Company

By:



(Signature)

**\$ 100.00 Filing Fee for Application**  
**\$ 25.00 Designation of Registered Agent**  
**\$ 30.00 Certified Copy (optional)**  
**\$ 5.00 Certificate of Status (optional)**

# Delaware

PAGE 1

*The First State*

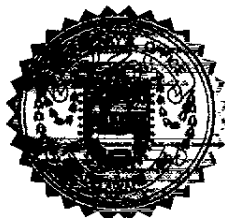
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GMAC MORTGAGE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF MAY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GMAC MORTGAGE, LLC" WAS FORMED ON THE THIRTEENTH DAY OF APRIL, A.D. 2006.

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

4143873 8300

060428150



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 4726013

DATE: 05-08-06

# GMAC Mortgage

April 26, 2006

**Re: Consent by GMAC Mortgage Corporation to Use of Corporate Name**

To Whom It May Concern:

GMAC Mortgage Corporation, a corporation organized under the laws of the Commonwealth of Pennsylvania and qualified to do business in your state, hereby consents to the use of the name GMAC Mortgage, LLC by a limited liability company organized under the laws of the State of Delaware.

GMAC Mortgage Corporation (the "Corporation") intends to merge into GMAC Mortgage, LLC (the "LLC"). LLC will have the same officers, directors, immediate corporate parent and business plan as Corporation. Upon the effective date of the merger, and provided that LLC has received the necessary licenses, LLC will continue the operations currently conducted by Corporation. Because LLC shall be continuing the business operations of Corporation upon the effective date of the merger, the name similarity will be helpful to maintain continuity of service to Corporation's customers over the transition period.

Corporation does not believe that this name similarity should prevent or delay the licensure or foreign qualification of the LLC. If, however, your department foresees any issue with name similarity, please contact our counsel in this matter as soon as possible:

Kirk D. Jensen, Esq.  
Buckley Kolar LLP  
1250 24<sup>th</sup> Street, N.W. Suite 700  
Washington, DC 20037  
(202) 349-8000 (phone)  
(202) 349-8080 (fax)  
[kjensen@buckleykolar.com](mailto:kjensen@buckleykolar.com)

Thank you for your prompt attention to this matter.

GMAC Mortgage Corporation,

By: 

David M. Bricker  
Senior Vice President,  
Chief Financial Officer & Director