

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED

**May 02 1997 8:00am
Secretary of State**

| | | |
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| PROFIT CORPORATION ANNUAL REPORT 1997 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
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DOCUMENT # 379811 (3)

1. Corporation Name
U. S. HOME MORTGAGE CORPORATION



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|---|--|
| Principal Place of Business 1800 W.LOOP SOUTH P.O.BOX 2863 HOUSTON TX 77252 | Mailing Address 1800 W.LOOP SOUTH P.O.BOX 2863 HOUSTON TX 77252-2863 |
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|--|--|
| 3. Date Incorporated or Qualified 04/02/1971 | 3a. Date of Last Report 04/30/1996 |
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| 21. Principal Place of Business Suite, Apt. #, etc. | 22. Mailing Address Suite, Apt. #, etc. |
| 23. City & State | 24. City & State |
| 25. Zip Country | 26. Zip Country |

| | |
|---|--|
| 4. FEI Number 59-1359094 | Applied For <input type="checkbox"/> Not Applicable |
| 5. Certificate of Status Desired <input type="checkbox"/> | \$8.75 Additional Fee Required |
| 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | \$5.00 May Be Added to Fees |
| 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | |

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

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|--|
| 81. Name |
| 82. Street Address (P.O. Box Number is Not Acceptable) |
| 83. |
| 84. City |
| 85. Zip Code |

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ DATE _____
(NOTE: Registered Agent signature required when reinstating)

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|--------------------------------------|---|---|
| TITLE | DP <input type="checkbox"/> DELETE | 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | PETTY, JAMES R. | 1.2 NAME | |
| STREET ADDRESS | 311 PARK PLACE BLVD. | 1.3 STREET ADDRESS | |
| CITY- ST- ZIP | CLEARWATER FL | 1.4 CITY- ST- ZIP | |
| TITLE | DSV <input type="checkbox"/> DELETE | 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | MCCABE, RONALD C. | 2.2 NAME | |
| STREET ADDRESS | 311 PARK PLACE BLVD. | 2.3 STREET ADDRESS | |
| CITY- ST- ZIP | CLEARWATER FL | 2.4 CITY- ST- ZIP | |
| TITLE | VPAS <input type="checkbox"/> DELETE | 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | FRUEH, GARY L. | 3.2 NAME | |
| STREET ADDRESS | 1800 WEST LOOP SOUTH | 3.3 STREET ADDRESS | |
| CITY- ST- ZIP | HOUSTON TX | 3.4 CITY- ST- ZIP | |
| TITLE | VAS <input type="checkbox"/> DELETE | 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | LANE, STEVEN E. | 4.2 NAME | |
| STREET ADDRESS | 1800 WEST LOOP SOUTH | 4.3 STREET ADDRESS | |
| CITY- ST- ZIP | HOUSTON, TX 00000 | 4.4 CITY- ST- ZIP | |
| TITLE | VPAS <input type="checkbox"/> DELETE | 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | SADOWSKI, CHESTER P. | 5.2 NAME | |
| STREET ADDRESS | 1800 WEST LOOP SOUTH | 5.3 STREET ADDRESS | |
| CITY- ST- ZIP | HOUSTON, TX 00000 | 5.4 CITY- ST- ZIP | |
| TITLE | VPAS <input type="checkbox"/> DELETE | 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | NAPOLI, THOMAS A. | 6.2 NAME | |
| STREET ADDRESS | 1800 WEST LOOP SOUTH | 6.3 STREET ADDRESS | |
| CITY- ST- ZIP | HOUSTON TX | 6.4 CITY- ST- ZIP | |

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Stuart E. Lane April 18, 1997 713/877-2311
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

ADDITIONAL DIRECTORS AND OFFICERS FOR U.S. HOME MORTGAGE CORPORATION

The address for the following is: 1800 West Loop South
Houston, Texas 77027

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|---------------------|----------------|
| Charles Webber, Jr. | Vice President |
| John M. Tobin | Vice President |

The address for the following is: 311 Park Place Blvd.
Clearwater, Florida 34619

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|------------------------|---|
| Kevin Kennedy | Director, Vice President Secondary Marketing |
| Mary M. Hargraves | Vice President, Human Resources |
| Virginia S. Casagrande | Vice President, Controller |
| Kim Alber | Senior Vice President, Regional Manager |
| Lynette V. Baker | Vice President, Regional Manager |
| Betty Ann Armstrong | Vice President, Branch Administration and National Underwriting Manager |
| Patty Freiberg | Vice President, Branch Manager, |
| Donna Veronick | Vice President, Branch Manager |
| Sharon Licamara | Vice President, Branch Manager |
| Susan Ritter | Vice President, Branch Manager |
| Barry Shill | Vice President, Branch Manager |
| Ofelia G. Lopez | Vice President, Branch Manager |
| Carlyn Moore | Vice President, Branch Manager |
| Chris Flynn | Vice President, Branch Manager |
| Naomi Connolly | Vice President, Branch Manager |
| Kathleen M. Mooney | Vice President, Branch Manager |
| Kay D. White | Vice President, Branch Manager |
| Peggy Beghtol | Vice President, |
| Carol A. Cook | Assistant Vice President & Assistant Secretary |
| Elizabeth Andonie | Assistant Secretary |
| Barry Grant | Assistant Secretary |
| Karen S. Jacobson | Assistant Secretary |
| Annette Kay McCain | Assistant Secretary |
| Dixie Ammons | Assistant Secretary |
| Suzanne L. Guest | Assistant Secretary |
| Sharon Turnquist | Assistant Secretary |
| Cheryl Paxson | Assistant Secretary |