

846203

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

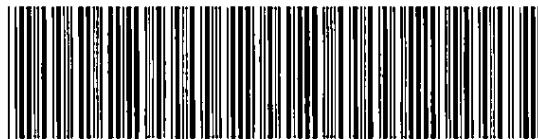
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer.

Office Use Only



900389714399



GREEN TREE ACCEPTANCE INC.

A Subsidiary of Midwest Federal

801 NICOLLET MALL SUITE 1430 • MINNEAPOLIS, MN 55402
4865 6/18/80 846203 200.00 DS
4865 6/18/80 006 24 15.00 DS
4865 6/18/80 006 27 3.00 DS

June 5, 1980

846203 New Foreign
Secretary of State
State of Florida
The Capitol
Tallahassee, FL 32301
AR R75744

Dear Madam/Sir:

Green Tree Acceptance, Inc. is herewith filing the following documents for qualification to transact business in the State of Florida: one (1) Certificate of Good Standing, one (1) certified copy of the Articles of Incorporation, one (1) certified copy of the Certificate of Amendment of Articles of Incorporation, and one (1) certified copy of the Articles of Amendment of Articles of Incorporation. Also enclosed is a draft in the amount of \$218.00 (\$3.00 registered agent; \$15.00 filing fee; \$200.00 charter tax) for fees.

If further information is required, please contact me.

Very truly yours,

GREEN TREE ACCEPTANCE, INC.

Overpayment
of \$110.00

Total Pd.
218

FILED
6/16/80

Malini Rajender Frush
Vice President &
General Counsel
J. M. /Jrn
Enclosures

Send extra
copy back

6/16/80
C. TAX 200
FILING 15
R. AGENT FEE 3
C. COPY -
TOTAL 218
N.B. 0
... E.D.E. -
REFUND -

RECEIVED
DEPT OF STATE
06/05/80
REVENUE
6/16/80

846203

No. B 46203

GREEN TREE ACCEPTANCE, INC.

PRINCIPAL PLACE OF BUSINESS MINNESOTA

PAID ON \$875.00

PERMIT ISSUED June 11, 1980

Cero-46
1-27-76

846203
Pd. \$218.00

ARTICLES OF INCORPORATION

OF

GREEN TREE ACCEPTANCE, INC.

JULY, 90

The undersigned natural person of the age of twenty-one years or more, acting as incorporator of a corporation under the provisions of the Minnesota Business Corporation Act, being Chapter 301 of Minnesota Statutes, as amended, adopts the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be GREEN TREE ACCEPTANCE, INC.

ARTICLE II.

The duration of this corporation shall be perpetual.

ARTICLE III.

The purposes for which this corporation is organized are as follows:

1. General business purposes including, but not limited to, the right to engage, on any basis, in joint ventures, and the right to guarantee, acquire, hold, mortgage, pledge, or divise the shares, bonds, securities, and other evidences of indebtedness of any domestic or foreign corporation, including those of this corporation.
2. To do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental thereto or connected therewith, which are not forbidden by the laws under which this corporation is organized, by other laws, or by these Articles of Incorporation.
3. To carry out the purposes hereinabove set forth in any state, territory, district or possession of the United States, or in any foreign country, to the extent that such purposes are not forbidden by the laws thereof; and, in the case of any state, territory, district or possession of the United States, or any foreign country, in which one or more of such purposes are forbidden by law, to limit, in any certificate for application to do business, the purpose or purposes which the corporation proposes to carry on therein to such as are not forbidden by the law thereof.

ARTICLE IV.

This corporation shall have all the powers granted to private corporations organized for profit by said Minnesota Business Corporation Act, and in furtherance and not in limitation, if the powers conferred by the laws of the State of Minnesota upon corporations organized for the foregoing purposes, the corporation shall have the powers:

12/17/1990
RECEIVED
SECRETARY OF STATE
TALLAHASSEE

J-85 81

- j. To acquire, hold, mortgage, pledge or dispose of the shares, bonds, securities or other evidences of indebtedness of the United States of America, or of any domestic or foreign corporation, and while the holder of such shares, to exercise all the privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do, by the president of this corporation or by proxy appointed by him, unless some other person, by resolution of the Board of Directors, shall be appointed to vote such shares.
- b. To purchase or otherwise acquire on such terms and in such manner as the By-Laws of this corporation from time to time provide, and to own and hold shares of the capital stock of this corporation, and to reissue the same from time to time.
- c. When and as authorized by the vote of the holders of not less than a majority of the shares entitled to vote, at a shareholders' meeting called for that purpose or when authorized upon the written consent of the holders of a majority of such shares, to sell, lease, exchange, or otherwise dispose of all, or subsequently all, of its property and assets, including its good will, upon such terms and for such considerations, which may be money, shares, bonds, or other instruments for the payment of money or other property, as the Board of Directors deems expedient or advisable.
- d. To acquire, hold, lease, encumber, convey, or otherwise dispose of, either alone or in conjunction with others, real and personal property within or without the state; and to take real and personal property by Will or gift.
- e. To acquire, hold, take over as a going concern and thereafter to carry on, mortgage, sell or otherwise dispose of, either alone or in conjunction with others, the rights, property and business of any person, entity, partnership, association, or corporation heretofore or hereafter engaged in any business, the purposes of which is similar to the Purposes set forth in Article III of these Articles of Incorporation.
- f. To enter into any lawful arrangement for sharing of profits, union of interest, reciprocal association, or cooperative association with any corporation, association, partnership, individual, or other legal entity, for the carrying on of any business, the purpose of which is similar to the Purposes set forth in Article III of these Articles of Incorporation, and, insofar as it is lawful, to enter into any general or limited partnership, the purpose of which is similar to such Purposes.

ARTICLE V.

Any agreement for consolidation or merger with one or more foreign or domestic corporations may be authorized by vote of the holders of a majority of the shares entitled to vote.

ARTICLE VI.

The location and post office address of the registered office of this corporation in the State of Minnesota is 801 Nicollet Mall, Minneapolis, Minnesota.

Jewell, 92

ARTICLE VII.

The aggregate number of shares which this corporation shall have authority to issue is 250,000 shares, with a par value of \$0.10 per share, having an aggregate par value of \$25,000.00, which shall be known as "Common Stock".

- a. The holders of the Common Stock shall be entitled to receive, when and as declared by the Board of Directors, out of earnings or surplus legally available therefor, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.
- b. The Common Stock may be allotted as and when the Board of Directors shall determine, and under and pursuant to the laws of the State of Minnesota, the Board of Directors shall have the power to fix or alter, from time to time, in respect to shares then unallotted, any or all of the following: the dividend rate; the redemption price; the liquidation price; the conversion rights and the sinking or purchase fund rights of shares of any class, or of any series of any class, or the number of shares constituting any series of any class. The Board of Directors shall also have power to fix the terms, provisions and conditions of options to purchase or subscribe for shares of any class or classes, including the price and conversion basis thereof, and to authorize the issuance thereof.

ARTICLE VIII.

The amount of stated capital with which this corporation shall commence business is \$1,000.00.

ARTICLE IX.

Meetings of the shareholders, whether annual or special, shall be held at the registered office of the corporation at such time and date as may be fixed by the By-Laws, or at any other place designated by the Board of Directors pursuant to the By-Laws or consented to in writing by all of the shareholders entitled to vote thereat.

ARTICLE X.

Section 1. The business of this corporation shall be managed by a Board of Directors, who shall be elected at the annual meeting of the shareholders, provided, however, that vacancies in the Board of Directors may be filled by the remaining directors, and each person so elected shall be a director until his successor is elected at an annual meeting of the shareholders or at a special meeting duly called therefor. Until otherwise fixed by the By-Laws, the Board shall consist of not less than three nor more than seven members. A director need not be a shareholder.

J-14,93

Section 2. The Board of Directors shall have authority to make and alter By-Laws, subject to the power of the shareholders to change or repeal such By-Laws, provided, however, that the Board shall not make or alter any By-Laws fixing the number, qualifications, or term of office of Directors.

Section 3. The name and post office address of the first Directors, whose term of office shall extend until the first annual meeting of the shareholders or until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>
Harold W. Greenwood, Jr.	801 Nicollet Mall Minneapolis, Minnesota 55402
C. Bruce Solomson	801 Nicollet Mall Minneapolis, Minnesota 55402
Arthur G. Hill	801 Nicollet Mall Minneapolis, Minnesota 55402
Charlotte E. Masica	801 Nicollet Mall Minneapolis, Minnesota 55402

ARTICLE XI.

The name and post office address of the incorporator of this corporation is as follows:

Raymond D. Rossini
1500 Midwest Plaza Building
Minneapolis, Minnesota 55402

ARTICLE XII.

Any provision contained in these Articles of Incorporation may be amended solely by the affirmative vote of the holders of a majority of the stock entitled to vote.

IN WITNESS WHEREOF, I have hereunto set my hand this 18th day of November, 1975.

IN PRESENCE OF:

Karen Marion

Raymond D. Rossini

STATE OF MINNESOTA }
COUNTY OF HENNEPIN) SS

J-40, 94

Be it remembered that on this 18th day of November, 1975, before
the undersigned, a Notary Public in and for the County of Hennepin and
State of Minnesota, personally appeared RAYMOND D. ROSSINI, to me known
to be the person described in and who executed the foregoing Articles of
Incorporation, and acknowledged the execution of the same to be his
voluntary act and deed, for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
notarial seal on the day and year first above written.

Karen J. Marsoom
Notary Public, Hennepin County,
Minnesota.
My Commission expires Dec. 3, 1976.

STATE OF MINNESOTA
DEPARTMENT OF STATE
I certify certify that the within
instrument was filed for record in this
office on the 20 day of Nov
A. D. 1975 at 8:00 o'clock A. M.
and was duly recorded in Book D-44
of Incorporations, on page 90

J. G. Anderson, State
Secretary of State

22-850

CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION
OF
GREEN TREE ACCEPTANCE, INC.

M-46

WE, the undersigned, Lawrence H. Coss and Charlotte E. Masica, respectively the President and Secretary of Green Tree Acceptance, Inc., a corporation subject to the provisions of Chapter 301, Minnesota Statutes, 1953, known as the Minnesota Business Corporation Act, do hereby certify that at a legally held special meeting of the Shareholder of said corporation held at 801 Nicollet Mall in the City of Minneapolis, County of Hennepin, on the 6th day of April, 1977, the Resolutions hereinafter set forth were adopted by a unanimous vote of the Shareholder of said corporation represented by proxy:

RESOLVED that Article III of the Articles of Incorporation of Green Tree Acceptance, Inc. be and the same hereby is amended to read as follows:

ARTICLE III

The purposes for which this corporation is organized are as follows:

a. General business purposes including, but not limited to, the right to engage, on any basis, in joint ventures, and the right to guarantee, acquire, hold, mortgage, pledge, or dispose of the shares, bonds, securities, and other evidences of indebtedness of any domestic or foreign corporation, including those of this corporation.

b. To do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental thereto or connected therewith, which are not forbidden by the laws under which this corporation is organized, by other laws, or by these Articles of Incorporation.

c. To carry out the purposes hereinabove set forth in any state, territory, district or possession of the United States, or in any foreign country, to the extent that such purposes are not forbidden by the laws thereof; and, in the case of any state, territory, district or possession of the United States,

84020

Mark, 654

or any foreign country, in which
one or more of such purposes are
forbidden by law, to limit, in any
certificate, for application to do
business, the purpose or purposes
which the corporation purposed to
carry on therein to such as are not
forbidden by the law thereof.

d. To engage as an agent, managing
general agent and/or broker in all
classes of insurance now or hereafter
permitted by statutes.

RESOLVED FURTHER, that the President and Secretary of this corporation be and they hereby are, authorized and directed to make, execute and acknowledge a Certificate under the Corporate Seal of this corporation, embracing the foregoing Resolutions, and to cause such Certificates to be filed for record in the manner required by law.

IN WITNESS WHEREOF, we have subscribed our names and cause the
Corporate Seal of said corporation to be hereto affixed this 6th day
of April, 1977.

IN PRESENCE OF:

Lawrence Coss

Lawrence Coss
Lawrence N. Coss, President

Charlotte Masica

Charlotte Masica
Charlotte E. Masica, Secretary

Affix Corporate Seal

STATE OF MINNESOTA

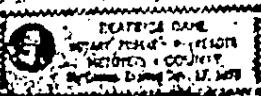
COUNTY OF HENRYPIN

Lawrence N. Coss and Charlotte E. Masica, Being first duly sworn, on oath, depose and state: That they are respectively the President and Secretary of Green Tree Acceptance, Inc., the corporation named in the foregoing Certificate; that said Certificate contains a true statement of the action of the Shareholder's at a meeting duly held as aforesaid; that the Seal attached is the Corporate Seal of Said corporation; that said Certificate is executed on behalf of said corporation, by its express authority; and they further acknowledge the same to be their free act and deed and the free act and deed of said corporation.

Subscribed and sworn to before me
this 6th day of April, 1977.

Lawrence Coss
Lawrence N. Coss, President

Charlotte Masica
Charlotte E. Masica, Secretary



M-46, 655

STATE OF MINNESOTA	
DEPARTMENT OF STATE	
I hereby certify that the within instrument was filed for record in this office on the <u>15</u> day of <u>April</u>	
A.D. 19 <u>72</u> in <u>8 o'clock A.M.</u>	
and was duly recorded in Book <u>11-472</u> of incorporations, on page <u>659</u> .	
<i>Jean Anderton Beane</i>	
P:	Secretary of State

2R-850

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
GREEN TREE ACCEPTANCE, INC.

P47, 801

WE, the undersigned, Lawrence M. Coss and Charlotte E. Mastica, respectively the President and Secretary of Green Tree Acceptance, Inc., a corporation organized under the provisions of Chapter 301, Minnesota Statutes 1953, known as the Minnesota Business Corporation Act, do hereby certify that at the annual meeting of the shareholders of said corporation held at 801 Nicollet Mall, in the City of Minneapolis, County of Hennepin, State of Minnesota, on the 15th day of December, 1977, at 4:00 o'clock P.M., pursuant to the written waiver and consent of all shareholders entered upon the records of the meeting, at which meeting all of the 250,000 shares of the corporation then issued and outstanding were present by proxy, the following resolution was adopted by the unanimous vote of said issued and outstanding stock, to-wit:

RESOLVED, that Article VII of the Articles of Incorporation of Green Tree Acceptance, Inc. be and the same hereby is amended to read as follows:

ARTICLE VII

The aggregate number of shares which this corporation shall have authority to issue is 500,000 shares, with a par value of \$0.10 per share, having an aggregate par value of \$50,000.00, which shall be known as "Common Stock".

- a. The holders of the Common Stock shall be entitled to receive, when and as declared by the Board of Directors, out of earnings or surplus legally available therefor, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.
- b. The Common Stock may be allotted as and when the Board of Directors shall determine, and under and pursuant to the laws of the State of Minnesota, the Board of Directors shall have the power to fix or alter, from time to time, in respect to shares then unallotted, any or all of the following: the dividend rate; the redemption price; the liquidation price; the conversion rights and the sinking or purchase fund rights of shares of any class, or of any series of any class, or the number of shares constituting any series of any class. The Board of Directors shall also have power to fix the terms, provisions and conditions of options to purchase or subscribe for shares of any class or classes, including the price and conversion basis thereof, and to authorize the issuance thereof.

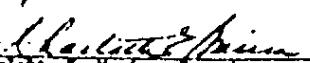
RESOLVED FURTHER, that Articles of Amendment setting forth these amendments and the manner of adoption thereof shall be signed and acknowledged by the President and by the Secretary and filed for record with the Secretary of State in the manner required by law.

P.A. 802

IN WITNESS WHEREOF, we have hereunto set our hands and caused the corporate seal of said corporation to be hereunto affixed this 21st day of December, 1977.

1977.

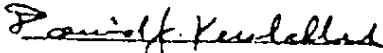

Lawrence N. Coss, President

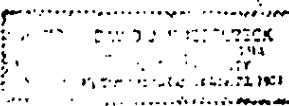

Charlotte E. Masica, Secretary

Corporate Seal

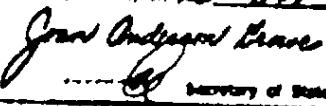
STATE OF MINNESOTA }
COUNTY OF HENRIPIN } ss.

On this 21st day of December, 1977, before me, a Notary Public, within and for said County, personally appeared Lawrence N. Coss and Charlotte E. Masica, to me personally known, who being each by me duly sworn did say that they are respectively the President and Secretary of Green Tree Acceptance, Inc., the corporation named in the foregoing Articles of Amendment, and that the seal affixed to said instrument is the corporate seal of said corporation, and each acknowledged that they signed said instrument as their free act and deed by authority of the shareholders of said corporation for the purposes and uses therein expressed.





STATE OF MINNESOTA
DEPARTMENT OF STATE
I hereby certify that the above instrument was filed for record in the office on the 21 day of Dec, A.D. 1977, in Book 27 of Records and was duly recorded in Book 27 of Incorporations, on page 101.


David J. Kendall
Secretary of State

United States of America



I, Joan Anderson Crowe, Secretary of State of the State of Minnesota, keeper of the Great Seal of said State, and the custodian of the documents pertaining to the formation of corporations under the laws of the State of Minnesota, do hereby certify:

That Green Tree Acceptance, Inc.

is a corporation of the State of Minnesota, created, organized and existing under and by virtue of and in full and complete compliance with the Laws of said State made by filing Articles of Incorporation on the 20th day of November, 1975,
and by filing proof of publication on the 1st
day of December, 1975.

That said authority is now in force and has not been canceled or revoked, and that said corporation is engaged in, or is authorized to engage in active business as a corporation of the State of Minnesota upon the date hereof.

WITNESS my official signature hereunto
subscribed and the Great Seal of the State of
Minnesota hereunto affixed, this 2nd day
of June, A.D. 1980.

A large, dark, circular ink stamp or signature of Joan Anderson Crowe, which appears to be her official seal or signature.

SECRETARY OF STATE

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS
IN FLORIDA

- 1). Green Tree Acceptance, Inc.
(NAME OF CORPORATION ADDING THE WORD "INCORPORATED", "COMPANY" OR
"CORPORATION" IF NOT SO CONTAINED IN THE NAME AT PRESENT)
- 2). Minnesota
(INCORPORATED UNDER LAWS OF)
- 3). November 20, 1975
(DATE OF INCORPORATION)
- 4). Perpetual
(PERIOD OF DURATION)
- 5). 801 Nicollet Mall, 1400 Midwest Plaza Bldg. West, Minneapolis, MN 55402
(ADDRESS OF PRINCIPAL OFFICE)
- 6). CT Corporation System
(NAME OF FLORIDA REGISTERED AGENT)
100 Biscayne Blvd.
(STREET ADDRESS OF REGISTERED OFFICE)
- Miami
(CITY) FLORIDA
(ZIP CODE) 33132
- 7). Sales Finance Business
(NATURE OF BUSINESS TO BE TRANSACTED IN FLORIDA)
- 8). NAMES OF OFFICERS SPECIFIC ADDRESS
See attached (P) _____

(V) _____

(S) _____

(T) _____
- SECRETARY
SEE ATTACHED
- NAMES OF DIRECTORS SPECIFIC ADDRESS
See attached (D) _____

(D) _____

(D) _____

(D) _____
- 9). Acceptance by the Registered Agent: R. M. Journey
AGENCY IS NOT ON THIS LINE

(OVER)

10). 500,000 Common at \$ 10 a share
(TOTAL AUTHORIZED SHARES (ITEMIZED BY CLASSES), PAR VALUE OF SHARES, AND SHARES WITHOUT PAR VALUE).

11). "VALUE" MAY BE DEFINED IN ANY TERMS CONSISTENT WITH GENERALLY ACCEPTED ACCOUNTING PRINCIPLES.

A. ESTIMATED VALUE OF ALL PROPERTY OWNED BY THE CORPORATION FOR THE COMING YEAR, WHEREVER LOCATED	\$ 550,000.00
B. ESTIMATED GROSS AMOUNT OF BUSINESS TO BE TRANSACTED BY THE CORPORATION DURING THE COMING YEAR.	\$ 15,000,000.00
C. ESTIMATED VALUE OF ALL PROPERTY IN FLORIDA OWNED BY THE CORPORATION FOR THE COMING YEAR.	\$ 25,000.00
D. ESTIMATED GROSS AMOUNT OF BUSINESS TO BE TRANSACTED IN FLORIDA BY THE CORPORATION DURING THE COMING YEAR.	\$ 250,000.00
E. TOTAL OF "A" and "B".	\$ 15,550,000.00
F. TOTAL OF "C" and "D".	\$ 275,000.00
G. DIVIDE "F" by "E".	1.77%
H. MULTIPLY "G" by TOTAL AUTHORIZED SHARES (AND THEIR PAR VALUE).	\$ 875.00

THE FLORIDA ALLOCATION FOR PURPOSES OF DETERMINING THE TAX ON AUTHORIZED CAPITAL STOCK WILL BE BASED ON THE TOTAL VALUE OF SHARES, CALCULATED IN "H" ABOVE.

John W. Wheeler
ASSISTANT SECRETARY
John W. Wheeler
STATE OF Minnesota
COUNTY OF Hennepin

T. Otto Wentuck
VICE PRESIDENT
T. Otto Wentuck, Senior

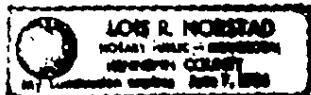
THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 5th DAY

OF June 1980 BY John W. Wheeler
(NAME OF OFFICER)

Senior Vice President &
Assistant Secretary OF Green Tree Acceptance, Inc.
(TITLE OF OFFICER) (NAME OF CORPORATION)

A State CORPORATION, ON BEHALF OF THE CORPORATION.
(STATE OR COUNTRY)

(SEAL)



Lois R. Morrison
NOTARY PUBLIC

FOR YOUR FILES ONLY - NOT FOR DISTRIBUTION

GREEN TREE ACCEPTANCE, INC.

DIRECTORS

The names, titles and addresses of the Directors of Green Tree Acceptance, Inc. are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Harold W. Greenwood, Jr.	Chairman of the Board	President Midwest Federal Savings & Loan Association 801 Nicollet Mall 4th Floor Minneapolis, MN 55402
Lawrence N. Coss	Director	President Green Tree Acceptance, Inc. 801 Nicollet Mall 1400 Midwest Plaza Bldg. W. Minneapolis, MN 55402
Mary A. Bill	Director	11117 Quinn Avenue South Minneapolis, MN 55437
Charlotte E. Masica	Director	Executive Vice President & Secretary Midwest Federal Savings & Loan Association 801 Nicollet Mall 4th Floor Minneapolis, MN 55402
John A. Price, Sr.	Director	President Summit State Bank of Bloomington 1551 East 78th Street Minneapolis, MN 55420
John E. Marlin	Director	Consultant Midwest Federal Savings & Loan Association 801 Nicollet Mall 4th Floor Minneapolis, MN 55402
James B. Gardner	Director	Senior Vice President - Finance Midwest Federal Savings & Loan Association 801 Nicollet Mall 4th Floor Minneapolis, MN 55402

DIRECTORS

Green Tree Acceptance, Inc.
Page 2

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
William G. Schuett	Director	President Security Savings & Loan Association 184 West Wisconsin Avenue Milwaukee, WI 53215
Maxine Lord	Director	1009 Holly Lane Chanhassen, MN 55317
Robert S. Nickoloff	Director	President First Federal Savings & Loan Association 2015 East 3rd Avenue Hibbing, MN 55746
William L. Reynolds	Director	Executive Director National Savings & Loan League 1101 - 15th Street, N. W. Suite 400 Washington, D.C. 20005

FOR YOUR FILES ONLY - NOT FOR DISTRIBUTION

GREEN TREE ACCEPTANCE, INC.

DIRECTORS

The names, titles and addresses of the Directors of Green Tree Acceptance, Inc. are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Harold W. Greenwood, Jr.	Chairman of the Board	4200 Dupont Avenue South Minneapolis, MN 55409
Lawrence M. Coss	Director	4006 Edmund Boulevard Minneapolis, MN 55406
Mary A. Hill	Director	11117 Quinn Avenue South Minneapolis, MN 55437
Charlotte E. Masica	Director	21 Balsam Lane Plymouth, MN 55441
John A. Price, Sr.	Director	6208 Idylwood Lane Minneapolis, MN 55436
John E. Marlin	Director	7500 York Avenue South Apt. 849 Edina, MN 55435
James B. Gardner	Director	4020 Quaker Lane North Minneapolis, MN 55441
William G. Schuett	Director	5600 Gardenway Greendale, WI 53129
Maxine Lord	Director	1009 Holly Lane Chanhassen, MN 55317
Robert B. Nickoloff	Director	3802 First Avenue Hibbing, MN 55746
William L. Reynolds	Director	7113 Thrasher Road McLean, VA 22101

FOR YOUR FILES ONLY - NOT FOR DISTRIBUTION

GREEN TREE ACCEPTANCE, INC.

OFFICERS

The names, titles and addresses of the Officers of Green Tree Acceptance, Inc. are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Harold W. Greenwood, Jr.	Chairman of the Board	President Midwest Federal Savings & Loan Association 801 Nicollet Mall 4th Floor Minneapolis, MN 55402
Lawrence M. Coss	President & Chief Executive Officer	President Green Tree Acceptance, Inc. 801 Nicollet Mall 1400 Midwest Plaza West Minneapolis, MN 55402
Robert T. Wienert	Executive Vice President	Green Tree Acceptance, Inc. 801 Nicollet Mall 1400 Midwest Plaza West Minneapolis, MN 55402
Paul A. Boyum	Senior Vice President, Finance & Treasurer	Green Tree Acceptance, Inc. 801 Nicollet Mall 1400 Midwest Plaza West Minneapolis, MN 55402
John W. Wheeler	Senior Vice President & Assistant Secretary	Green Tree Acceptance, Inc. 801 Nicollet Mall 1400 Midwest Plaza West Minneapolis, MN 55402
T. Otto Wantuck	Senior Vice President	Green Tree Acceptance, Inc. 801 Nicollet Mall 1400 Midwest Plaza West Minneapolis, MN 55402
Charlotte E. Masica	Secretary	Executive Vice President & Secretary Midwest Federal Savings & Loan Association 801 Nicollet Mall 4th Floor Minneapolis, MN 55402
Malini Rajender Prush	Vice President and General Counsel	Green Tree Acceptance, Inc. 801 Nicollet Mall 1400 Midwest Plaza West Minneapolis, MN 55402

OFFICERS

Green Tree Acceptance, Inc.
Page 2

NAME	TITLE	ADDRESS
Gary P. Mills	Vice President	Green Tree Acceptance, Inc. 619 Southwest Higgins Suite #D, P. O. Box 4326 Missoula, MT 59806
Gregory D. Aplin	Vice President	Green Tree Acceptance, Inc. 800 Marquette Avenue Suite #1003 East Minneapolis, MN 55402
Kenneth R. Wilson	Vice President	Green Tree Acceptance, Inc. 619 Southwest Higgins Suite #D, P. O. Box 4326 Missoula, MT 59806
William H. Bradley	Vice President	Green Tree Acceptance, Inc. 9039 Katy Freeway Suite #508 Houston, TX 77024
Barbara Skold Zahn	Vice President	Green Tree Acceptance, Inc. 801 Nicollet Mall 1400 Midwest Plaza West Minneapolis, MN 55402
Lyman L. Mouser, Jr.	Vice President	Green Tree Acceptance, Inc. 5335 West 48th Avenue Suite #350 Denver, CO 80212
Gary M. Wittig	Vice President	Green Tree Acceptance, Inc. 1455 East Tropicana Suite #390 Las Vegas, NV 89109
Ralph R. Winkel	Vice President	Green Tree Acceptance, Inc. 801 Nicollet Mall 1400 Midwest Plaza West Minneapolis, MN 55402
Frederick J. Nelson	Vice President	Green Tree Acceptance, Inc. 1601 Dove Street Newport Plaza, Suite #295 Newport Beach, CA 92660
Walter L. Fricke	Vice President	Green Tree Acceptance, Inc. 431 Munson Avenue P. O. Box 93 Traverse City, MI 49684

FOR YOUR FILES ONLY - NOT FOR DISTRIBUTION

GREEN TREE ACCEPTANCE, INC.

OFFICERS

The names, titles and addresses of the Officers of Green Tree Acceptance, Inc. are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Harold W. Greenwood, Jr.	Chairman of the Board	4200 Dupont Avenue South Minneapolis, MN 55409
Lawrence M. Coas	President & Chief Executive Officer	4006 Edmund Boulevard Minneapolis, MN 55406
Robert T. Niemert	Executive Vice President	7311 Lyric Lane Minneapolis, MN 55432
Paul A. Boyum	Senior Vice President Finance & Treasurer	9225 West 215th Street Lakeville, MN 55004
John W. Wheeler	Senior Vice President & Assistant Secretary	4127 Hillcrest Road Deephaven, MN 55391
T. Otto Wantuck	Senior Vice President	7201 York Avenue South Apt. 702N Edina, MN 55435
Charlotte E. Masica	Secretary	21 Balsam Lane Plymouth, MN 55441
Ranini Rajender Fresh	Vice President and General Counsel	7119 Willow Road West Maple Grove, MN 55369
Gary P. Mills	Vice President	106 Big Flat Road Missoula, MT 59801
Gregory D. Aplin	Vice President	17020 Creekridge Trail Minnetonka, MN 55343
Kenneth R. Wilson	Vice President	Post Office Box #300 Frenchtown, MT 59834
William S. Bradley	Vice President	1118 Lehman Drive Houston, TX 77018
Barbara Shold Zahn	Vice President	3915 Torchwood Drive New Brighton, MN 55112
Lynn L. House, Jr.	Vice President	457 Pearl Boulder, CO 80302
Gary N. Wittig	Vice President	8241 West Oakley Boulevard Las Vegas, NV 89102

- 2 -

OFFICERS

Green Tree Acceptance, Inc.
Page 2

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Ralph R. Winkel	Vice President	4728 Vincent Avenue South Minneapolis, MN 55410
Frederick J. Nelson	Vice President	24682 Via Tonada El Toro, CA 92630
Walter L. Fricke	Vice President	10456 Center Road Traverse City, MI 49684

3/07/80

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT	FLORIDA DEPARTMENT OF STATE George Finstone Secretary of State DIVISION OF CORPORATIONS	APPROVED AND FILED <i>MAY 23 12 11 PM 1981</i> FLORIDA DEPT. OF STATE CORPORATIONS DIVISION TALLAHASSEE, FLORIDA
1981		
THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE		
READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES ► PLEASE STAPLE CHECK TO ANNUAL REPORT		

Name and Address of Corporation Principal Office	2 Enter Change of Address of Corporation Principal Office, P.O. Box Number Alredy NOT Sufficient Street Address
845233 GREEN TREE ACCEPTANCE, INC. 801 NICOLLET MALL 1400 MIDWEST PLAZA BLDG., WEST MINNEAPOLIS, MN. 55402	P.O. Box No.
If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code	

3 Date Incorporated or Organized To Do Business in Florida	4. Federal Employer Identification Number (FEIN)	5 Date of Last Report 0800
6/11/1980		

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
GREENWOOD, HAROLD W., JR.	S/D	801 NICOLLET MALL	MINNEAPOLIS, MN.
COSS, LAWRENCE M.	P/D	801 NICOLLET MALL	MINNEAPOLIS, MN.
HILL, MARY A.	D	11117 QUINN AVE. SOUTH	MINNEAPOLIS, MN.
WEINERT, ROBERT T.	V	801 NICOLLET MALL	MINNEAPOLIS, MN.
BOYUM, PAUL A.	V/T	801 NICOLLET MALL	MINNEAPOLIS, MN.
MASICKA, CHARLOTTE E.	S/D	801 NICOLLET MALL	MINNEAPOLIS, MN.

7 Registered Agent Information	To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of \$3
C.F. CORPORATION SYSTEM 100 BISCAYNE BOULEVARD MIAMI, FL.	<i>JCS 5/25</i>

7.1 Registered Agent Name	7.2 Registered Agent Address	7.3 Telephone Number
Paul A. Boyum	846203	612-372-6060
NOTE: THE FILING FEE FOR THE 1980 ANNUAL REPORT IS \$10.00		

ANNUAL REPORT OF CORPORATIONS
FILED ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

1982

FILED
FEB 22 5 15 PM '82
FLORIDA SECRETARY OF STATE
TREASURER, FLORIDA

Read Notice and Instructions on Other Side Before Making Entries.
Filing Fee of \$10 Required — Make Checks Payable To: Secretary of State

846203
GREEN TREE ACCEPTANCE, INC.
801 NICOLLET MALL
1400 MIDWEST PLAZA BLDG., WEST
MINNEAPOLIS, MN. 55402

SEARCHED	INDEXED
SERIALIZED	FILED
MAY 25 1982	
SEARCHED	INDEXED
SERIALIZED	FILED
MAY 25 1982	
SEARCHED	INDEXED
SERIALIZED	FILED
MAY 25 1982	

06/13/1980

05/25/1982

GREENWOOD, HAROLD W., JR.	P/D	801 NICOLLET MALL	MINNEAPOLIS, MN.
CROSS, LAWRENCE H.	D	801 NICOLLET MALL	MINNEAPOLIS, MN.
HILL, MARY A.	V	11117 QUINN AVE. SOUTH	MINNEAPOLIS, MN.
WIENERT, ROBERT T.	V/T	801 NICOLLET MALL	MINNEAPOLIS, MN.
BOYUM, PAUL A.	S/D	801 NICOLLET MALL	MINNEAPOLIS, MN.
MASICA, CHARLOTTE E.		801 NICOLLET MALL	MINNEAPOLIS, MN.

Registered Agent Information

C I CORPORATION SYSTEM

100 BISCAYNE BOULEVARD

MIAMI, FL.

33132

\$10.00 additional fee required for Registered Agent changes.

✓ *[Signature]*

January 26, 1982

Paul A. Boyum

St. Vice President/Treasurer

(612) 372-6060

846203

STATEMENT OF CHANGE OF REGISTERED OFFICE

To the Secretary of State of the State of Florida.

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of Minnesota, submits the following statement for the purpose of changing its registered office in the State of Florida.

FIRST: The name of the corporation is GREEN TREE ACCEPTANCE, INC.

SECOND: The address of its present registered office is c/o C T Corporation System, 100 Biscayne Boulevard, Miami, Florida 33132.

THIRD: The address to which its registered office is to be changed is c/o C T Corporation System, 8751 West Broward Boulevard, Plantation, Florida 33324.

FOURTH: The name of its present registered agent is C T CORPORATION SYSTEM.

FIFTH: The name of its successor registered agent is No change

SIXTH: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of directors.

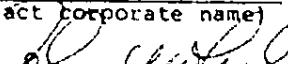
Dated September 16, 1982.

606 4124 10/21/82

GREEN TREE ACCEPTANCE, INC.

(exact corporate name)

SIGNATURE BY:


(President or Vice President)

John W. Wheeler, Executive Vice President

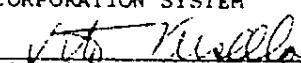
DATE September 17, 1982

Filing fee: \$3.00

C T CORPORATION SYSTEM

ASST. SECY.

SIGNATURE BY:


(Registered Agent)

DATE

10-16-82

*DN
10/20*

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT 1984	RECEIVED MAY 11 1984 MINNESOTA SECRETARY OF STATE DIVISION OF CORPORATIONS	RECEIVED MAY 11 1984 MINNESOTA SECRETARY OF STATE DIVISION OF CORPORATIONS
--	---	---

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$10 Required — Make Checks Payable To: Secretary of State

1. Mailing Address of Corporation Principal Office	2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Above is NOT Sufficient
8462C3 GREEN TREE ACCEPTANCE, INC. 601 NICOLLET MALL 1400 MIDWEST PLAZA BLDG., WEST MINNEAPOLIS, MN. 55402	Street Address P.O. Box No City State Zip Code

3. Mailing Address if incorrect in any way enter the correct address Item 2 include Zip Code	4. Federal Employer Identification Number (FEIN)	5. Date of Last Report
66/13/1980	41-1263905	66/15/1983

6. Street Addresses of Each Officer and Director as of December 31, 1983			
Name & Officers and Directors	Title	Street Address of Each Officer and Director (Do Not Use P.O. Box Numbers)	City and State
WHEELER, JOHN W.	V/S	601 NICOLLET MALL	MINNEAPOLIS, MN 5000
BOYUM, PAUL A.	V/T	601 NICOLLET MALL	MINNEAPOLIS, MN 5000
SCHWARTZ, ERIC O.	V	601 NICOLLET MALL	MINNEAPOLIS, MN 5000
WANTUCH, FOTTO	V	601 NICOLLET MALL	MINNEAPOLIS, MN 5000
COSTS, LAWRENCE R.	P/C	601 NICOLLET MALL	MINNEAPOLIS, MN 5000
GREENWOOD JR., HAROLD W.	C/C	601 NICOLLET MALL	MINNEAPOLIS, MN 5000

SEE ATTACHED LIST

Registered Agent Information	
7. Name and Address of Current Registered Agent	8. Name and Address of New Registered Agent
C T CORPORATION SYSTEM 6751 W. BROADWAY BLVD.	Name Street Address (Do NOT Use P.O. Box Number) City State Zip Code
PLANTATION, FL.	33324

8. I, the undersigned, do hereby declare under the penalties of perjury that the above information is true and correct to the best of my knowledge and belief. I further declare that I am the registered agent for the purpose of changing its registered office or registered agent or both in the state of Florida.	
I am authorized by resolution duly adopted by the board of directors on _____	
Signature _____ Date _____ (Registered Agent Attaching Affidavit)	
\$3.00 additional fee required for Registered Agent changes.	
9. On this day of AUGUST, 1984, I, the undersigned, do hereby declare an increase in the number of copies sent to my principal place of business.	10. IMPORTANT - THIS SECTION MUST BE COMPLETED IF ITEM 12 IS YES Has this amendment been filed with this office?
YES <input checked="" type="checkbox"/> NO <input type="checkbox"/>	YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>

See signature restrictions under instructions on reverse side of this form
THIS FORM IS AN AFFIDAVIT OF THE CORPORATION AND PERSONAL WRITTEN EMPowered TO EXECUTE THIS DOCUMENT AS REQUIRED BY CHAPTER 607 F 5
IN WHICH IT IS UNDERSIGNED. MY SIGNATURE ON THIS DOCUMENT SHALL HAVE THE SAME LEGAL EFFECT AS IT MADE UNDER OATH.

Signature _____ Paul A. Boyum	Title Sr. VP/Treasurer	Date 8/11/84
		Telephone Number (612) 372-6080

CGH 021184

FOR YOUR FILES ONLY - NOT FOR DISTRIBUTION

GREEN TREE ACCEPTANCE, INC.

OFFICERS

The names, titles and business addresses of the Officers of Green Tree Acceptance, Inc. are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Harold W. Greenwood, Jr.	Chairman of the Board	Chairman, President & Chief Executive Officer Midwest Federal Savings & Loan Association 4th Floor 801 Nicollet Mall Minneapolis, MN 55402
Lawrence M. Coss	President & Chief Executive Officer	President & Chief Executive Officer Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
John W. Wheeler	Executive Vice President & Assistant Secretary	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
Paul A. Boyum	Senior Vice President, Finance & Treasurer	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
T. Otto Wantuck	Senior Vice President, Administration	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
Emil D. Schwartz	Senior Vice President, Regional Operations	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
Charlotte E. Masica	Secretary	Executive Vice President & Managing Officer Midwest Federal Savings & Loan Association 4th Floor 801 Nicollet Mall Minneapolis, MN 55402
Gary P. Mills	Divisional Vice President, Eastern Division	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402

1981 CIVIL RIGHTS ACT DISPARATE TREATMENT

GREEN TREE ACCEPTANCE CORP.

DIRECTORS

The names, titles and business addresses of the Directors of Green Tree Acceptance, Inc. are as follows:

NAME	TITLE	ADDRESS
Harold W. Greenwald, Jr.	Chairman of the Board	Chairman, President & Chief Executive Officer Midwest Federal Savings & Loan Association 4th Floor 801 Nicollet Mall Minneapolis, MN 55402
Lorraine H. Coss	Director	President & Chief Executive Officer Green Tree Acceptance, Inc. 1000 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
Charlotte E. Visica	Director	Executive Vice President & Managing Officer Midwest Federal Savings & Loan Association 4th Floor 801 Nicollet Mall Minneapolis, MN 55402
John A. Price, Sr.	Director	President Metropolitan Bank Bloomington 1551 East 7th Street Bloomington, IL 61710
Robert G. Wickboldt	Director	President First Federal Savings & Loan Association 2015 East 1st Avenue Kirkland, WA 98033
William G. Schwartz	Director	President Security Savings & Loan Association 181 West Macomb Avenue Milwaukee, WI 53205
Mary A. Hill	Director	11117 Quinn Avenue South Minneapolis, MN 55437
John R. Martin	Director	Consultant Midwest Federal Savings & Loan Association 4th Floor 801 Nicollet Mall Minneapolis, MN 55402
William L. Reynolds	Director	Executive Director National Savings & Loan League Suite 403 1101 - 15th Street, N. W. Washington, D. C. 20005
Patricia Lutz	Director	1007 Holly Lane Champaign, IL 61820
John F. Wheeler	Director	Executive Vice President & Assistant Secretary Green Tree Acceptance, Inc. 1000 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402

CORPORATION
ANNUAL REPORT
1985



DIVISION OF CORPORATIONS

Read Notice and Instructions on Other Side Before Making Entry
Filing Fee of \$20 Required — Make Checks Payable To: Secretary of State

Name and Address of Corporation Filing Office		2 Enter Corporate Address of Corporation. Post Box or Office P.O. Box Number Alone is NOT Sufficient	
<input type="checkbox"/> 846203 8 GREEN TREE ACCEPTANCE, INC. 801 NICOLLET MALL 1000 MIDWEST PLAZA BLDG., WEST MINNEAPOLIS, MN		<input type="checkbox"/> Street Address: 1100 Amhoist Tower, 345 St. Peter Street P.O. Box No.	
<small>If above address is incorrect in any way enter the correct address in item 2. Include Zip Code.</small>		<small>City: St. Paul, State: Minnesota Zip Code: 55102-1639</small>	
3 Date Incorporated or Qualified to do Business in Florida		4 Federal Employer Identification Number	
05/11/1980		H1262905	
5 Date of Last Report		07/09/1984	
6 Names and Street Address of Each Officer and Director as of December 31, 1984			
Names of Officers and Directors	Title	Street Address of Each Officer and Director (DO NOT Use Post Office Box Numbers)	City and State
GREENWOOD, MAROLD	8TH FL 801 NICOLLET MALL	MINNEAPOLIS, MN 55402	
GOSS, LAWRENCE	8TH FL 801 NICOLLET MALL	MINNEAPOLIS, MN 55402	
WHEELER, JOHN	8TH FL 801 NICOLLET MALL	MINNEAPOLIS, MN 55402	
BOYUM, PAUL	5TH FL 801 NICOLLET MALL	MINNEAPOLIS, MN 55402	
WANTUCK, T OTTO	SYNTHETIC FL 801 NICOLLET MALL	MINNEAPOLIS, MN 55402	
SCHWARTZ, EMIL	8TH FL 801 NICOLLET MALL	MINNEAPOLIS, MN 55402	
SEE ATTACHED LIST			
Registered Agent Information			
7 Name and Address of Current Registered Agent		8 Name and Address of New Registered Agent	
G T CORPORATION SYSTEM 6731 W. BROWARD BLVD. PLANTATION, FL.		Name: NA Street Address (Do NOT Use P.O. Box Number) City, State and Zip Code	
<small>9 I, Plaintiff to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, organized under the laws of the State of Florida, submit my consent for the purpose of changing its registered officer or registered agent, or both, in the state of Florida. Such change was authorized by resolution duly adopted by its board of directors on <u>RA</u></small>			
<small>I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Article 1007.2515.</small>			
<small>Signature: <u>NA</u></small>			
<small>10 Registered Agent Accepting Appointment Important — THIS SECTION MUST BE COMPLETED</small>		<small>\$3.00 additional fee required for Registered Agent changes.</small>	
<small>May the corporation amend its articles to reflect an increase in the authorized number of shares since the last annual report?</small>		<small>11 Important — THIS SECTION MUST BE COMPLETED IF ITEM 10 IS YES Has said amendment been filed with this office? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> If the answer is no, this report cannot be processed until this amendment has been filed.</small>	
<small>12 I certify that I am an officer or employee of the corporation or trustee empowered to execute this report as required by Chapter 607.15 I have read the instructions on the reverse side of this form. The Report shall have the same legal effect as it would on the date (Officer signing must be listed in Block 6).</small>		<small>Date: <u>July 9, 1985</u></small>	
<small>Signature: <u>Alan J. Roers</u></small>		<small>Secretary (612) 293-3415</small>	
<small>\$5 additional fee required for a Certificate of Status</small>			

FOR YOUR FILES ONLY - NOT FOR DISTRIBUTION

GREEN TREE ACCEPTANCE, INC.

OFFICERS

The names, titles and business addresses of the Officers of Green Tree Acceptance, Inc. are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
HAROLD W. GREENWOOD, JR.	Chairman of the Board	Chairman, President & Chief Executive Officer Midwest Federal Savings & Loan Association 4th Floor, 801 Nicollet Mall Minneapolis, MN 55402
LAWRENCE M. COSS	President & Chief Executive Officer 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102	President & Chief Executive Officer Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
PAUL A. BOYUM	Senior Vice President, Finance & Treasurer 1100 Amhoist Tower St. Peter Street St. Paul, MN 55102	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
GARY P. MILLS	Senior Vice President, Regional Operations 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
GARY N. WITTIG	Divisional Vice President, Eastern Division 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
GREGORY D. APLIN	Divisional Vice President, Central Division 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
ROBERT A. HEGSTROM	Divisional Vice President, Western Division 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102	Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402

(OVER)

GREEN TREE ACCEPTANCE, INC.
OFFICERS (Continued)

Page 2

ALAN J. ROERS

Vice President & Assistant
Treasurer & Secretary
1100 Amhoist Tower
345 St. Peter Street
St. Paul, MN 55102

Green Tree Acceptance, Inc.
1400 Midwest Plaza West
801 Nicollet Mall
Minneapolis, MN 55402

ABDUL H. RAJPUT

Vice President
Administration
500 Amhoist Tower
345 St. Peter Street
St. Paul, MN 55102

Green Tree Acceptance, Inc.
1920 Midwest Plaza West
801 Nicollet Mall
Minneapolis, MN 55402

KENNETH R. WILSON

Vice President

Green Tree Acceptance, Inc.
100 North Phillips
P. O. Box 1465
Sioux Falls, SD 57101

KENNETH S. ROBERTS

Vice President
500 Amhoist Tower
345 St. Peter Street
St. Paul, MN 55102

Green Tree Acceptance, Inc.
13995 N. Butlers Landing
Suite 200
Houston, TX 77079

SUSAN D. PRANSEN

Assistant Secretary
1100 Amhoist Tower
345 St. Peter Street
St. Paul, MN 55102

Green Tree Acceptance, Inc.
1400 Midwest Plaza West
801 Nicollet Mall
Minneapolis, MN 55402

sdf
01/31/85

FOR YOUR FILES ONLY - NOT FOR DISTRIBUTION

GREEN TREE ACCEPTANCE, INC.

DIRECTORS

The names and business addresses of the Directors of Green Tree Acceptance, Inc. are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
HAROLD W. GREENWOOD, JR.	Chairman of the Board	Chairman, President & Chief Executive Officer Midwest Federal Savings & Loan Association 4th Floor, 801 Nicollet Mall Minneapolis, MN 55402
LAWRENCE M. COSS	Director	President & Chief Executive Officer Green Tree Acceptance, Inc. 1400 Midwest Plaza West 801 Nicollet Mall Minneapolis, MN 55402
CHARLOTTE E. MASICK	Director	Executive-Vice President & -- Managing Officer -- Midwest Federal Savings & -- Loan Association 4th Floor, 801 Nicollet Mall Minneapolis, MN 55402
RESIGNED		
JOHN A. PRICE, SR.	Director	Metropolitan Bank Bloomington 1551 East 78th Street Bloomington, MN 55420
ROBERT S. NICKOLOFF	Director	President First Federal Savings & Loan Association 2015 East 3rd Avenue Hibbing, MN 55746
MARY A. HILL	Director	11117 Quinn Avenue South Minneapolis, MN 55437
WILLIAM L. REYNOLDS	Director	National Council of Savings Institutions 1101-15th Street, N.W. Washington, D.C. 20005

(OVER)

GREEN TREE ACCEPTANCE, INC.
DIRECTORS
Page 2

MAXINE F. LORD	Director	1009 Holly Lane Chanhassen, MN 55317
JOHN T. BEATTY, JR.	Director	First Vice President Smith Barney, Harris Upham & Co. One First National Plaza Chicago, IL 60603
JOHN E. MARLIN	Advisory Director	Consultant Midwest Federal Savings & Loan Association 4th Floor, 801 Nicollet Mall Minneapolis, MN 55402

sdf
02/25/85

DUE DATE ON OR AFTER JANUARY 1 DEUNQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION



FLORIDA DEPARTMENT OF STATE
George Finston
Secretary of State
DIVISION OF CORPORATIONS

ANNUAL REPORT
1986

DUE DATE ON OR AFTER JANUARY 1

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$20 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

S-46203
GREEN TREE ACCEPTANCE, INC.
1100 ANHOIST TOWER, 345 ST. PETER ST.
ST. PAUL, MN 55102-8639

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient
1100 Anhoist Tower

Street Address 21
345 St. Peter Street
P.O. Box No 22

City and State 23
St. Paul, Minnesota

Zip Code 24
55102-1639

If above address is incorrect in any way, enter the correct address
in item 2. Include Zip Code

3. Date Incorporation or Organized	4. Federal Employer Identification Number (FEIN)	5. Date of Last Report
06/11/1980	41-1263905	07/22/1985
6. Name and Street Addresses of Each Officer and Director, as of December 31, 1985. Please see Exhibit "A" and "B".		
Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)
GREENWOOD, HAROLD	C	4TH FL 801 NICOLLET MALL
COSS, LAWRENCE	P/E/O	345 ST. PETER ST.
XXXXXXXXXXXXXX	XXXXXX	XXXXXXXXXXXXXX
BONHAM, PAUL	S/A/P	345 ST. PETER ST.
JUITIG, GARY N.	V/P	345 ST. PETER ST.
HAFNER, GREGORY C.	V/P	345 ST. PETER ST.

REGISTERED AGENT INFORMATION

A. Name and Address of Current Registered Agent	B. Name and Address of New Registered Agent
C. I. CORPORATION SYSTEM 5751 N. BROADWAY PLANTATION, FL 33324	Name B1 Street Address (Do NOT Use P.O. Box Number) B2 City and State B3 Zip Code B4

Under the provisions of Sections 657.034 and 657.037, Florida Statutes, the above-named corporation, qualified to transact business in the State of Florida, submits for the purpose of changing its registered officer or its listed agent, or both in the State of Florida, this application. This corporation was authorized by resolution duly adopted by its Board of Directors on _____.

I, the appointment of registered agent, I am familiar with and accept the obligations of Section 657.036 F.S.

Signature _____

DATE _____

\$3 Additional Fee required for Registered Agent changes.

1. Is this Amendment to the Articles to reflect an increase in the number of shares for the last annual report?
YES NO

2. IMPORTANT - THIS SECTION MUST BE COMPLETED IF ITEM 1 IS YES.
Has this amendment been filed with this office? Yes No
If the answer is no, this report cannot be processed until this amendment has been filed.

3. Signature restrictions under instructions on reverse side of this form
I, Richard G. Evans, an Officer of the Corporation, the Director or Trustee Empowered to Execute This Report As Required By Chapter 657 F.S.
Gentry, first sign and deposit my signature on this Report and have the same Legal Effect As If Made Under Oath. (Officer signing must be listed in Block 8)

4. Date _____

March 6, 1986.

Telephone Number _____

Richard G. Evans Vice President (612) 293-3400

\$3 Additional Fee required for Certificate of Status.

GREEN TREE ACCEPTANCE, INC.

OFFICERS

The names, titles and business addresses of the Officers of Green Tree Acceptance, Inc. are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	President & Chief Executive Officer	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
PAUL A. BOYUM	Senior Vice President, Finance & Treasurer	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
ABDUL H. RAJPUT	Senior Vice President, Administration	Green Tree Acceptance, Inc. 500 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1641
KENNETH S. ROBERTS	Senior Vice President	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 Saint Peter Street St. Paul, MN 55102-1639
GARY N. WITTIG	Divisional Vice President, Central Division	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
GREGORY D. APLIN	Divisional Vice President, Western Division	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
ROBERT A. HEGSTROM	Divisional Vice President, Eastern Division	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 Saint Peter Street Saint Paul, MN 55102-1639
ALAN J. ROERS	Vice President & Assistant Treasurer	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 Saint Peter Street Saint Paul, MN 55102-1639

(OVER)

EXHIBIT 11

GREEN TREE ACCEPTANCE, INC.

DIRECTORS

The names and business addresses of the Directors of Green Tree Acceptance, Inc. are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
HAROLD W. GREENWOOD, JR.	Chairman of the Board	Chairman, President & Chief Executive Officer Midwest Federal Savings & Loan Association 4th Floor, 801 Nicollet Mall Minneapolis, MN 55402
LAWRENCE M. COSS	Director	President & Chief Executive Officer Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
W. MAX McGEE	Director	Partner Marno-Mac Co. 1551 East 78th Street Bloomington, MN 55420
ROBERT S. NICKOLOFF	Director	President First Federal Savings & Loan Association 2015 East 3rd Avenue Hibbing, MN 55746
JOHN A. PRICE, SR.	Director	President J.A. Price Investment, Inc. 1551 East 78th Street Bloomington, MN 55420
RICHARD G. SWANSON	Director	Attorney Dorsey & Whitney 2200 First Bank Place East Minneapolis, MN 55402

EXHIBIT 102

7-29 FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1, 1987 CORPORATION ANNUAL REPORT 1987		<p>FLORIDA DEPARTMENT OF STATE George F. Jones Secretary of State DIVISION OF CORPORATIONS</p>	<p>1987-453-17-2-03</p> <p>FLORIDA DEPARTMENT OF STATE CORPORATIONS DIVISION OF CORPORATIONS</p>																												
<small>Read Notice and Instructions on Other Side Before Making Entries</small> Filing Fee of \$25 Required - Make Checks Payable To: Secretary of State																															
<small>1 Name and Address of Corporation Principal Office</small> 846203 GREEN TREE ACCEPTANCE, INC. 1100 AMMOIST TOWER, 345 ST. PETER ST. ST. PAUL, MN 55102-8839		<small>2 Enter Change of Address of Corporation Principal Office P.O. Box Number Alone is NOT Sufficient</small> <small>Street Address 21</small> <small>P.O. Box No. 22</small> <small>City and State 23</small> <small>Zip Code 24</small>																													
<small>If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code</small>																															
<small>3 Date Incorporated or Qualified to do business in Florida</small> 06/11/1980		<small>4 Federal Employer Identification Number (FEIN)</small> 41-1263905	<small>5 Date of Last Report</small> 03/13/1986																												
<small>6 Name and Address of Each Officer and Director as of December 31, 1986</small> <table border="1"> <thead> <tr> <th>Name of Officers and Directors</th> <th>Title</th> <th>Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)</th> <th>City and State</th> </tr> </thead> <tbody> <tr> <td>GREENWOOD, HAROLD</td> <td>C</td> <td>4TH FL 801 NICOLLET MALL</td> <td>MINNEAPOLIS, MN 00000</td> </tr> <tr> <td>COSS, LAURENCE</td> <td>P/M/D</td> <td>345 ST. PETER ST.</td> <td>ST. PAUL, MN</td> </tr> <tr> <td>FAIPUT, ABDUL H.</td> <td>S/A</td> <td>345 ST. PETER ST.</td> <td>ST. PAUL, MN</td> </tr> <tr> <td>SCHAFER, PHYL</td> <td>S/A/P</td> <td>345 ST. PETER ST.</td> <td>ST. PAUL, MN</td> </tr> <tr> <td>WEITZIG, GARY H.</td> <td>V.P.</td> <td>345 ST. PETER ST.</td> <td>ST. PAUL, MN</td> </tr> <tr> <td>APLIN, GREGORY D.</td> <td>V/P</td> <td>345 ST. PETER ST.</td> <td>ST. PAUL, MN</td> </tr> </tbody> </table>				Name of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State	GREENWOOD, HAROLD	C	4TH FL 801 NICOLLET MALL	MINNEAPOLIS, MN 00000	COSS, LAURENCE	P/M/D	345 ST. PETER ST.	ST. PAUL, MN	FAIPUT, ABDUL H.	S/A	345 ST. PETER ST.	ST. PAUL, MN	SCHAFER, PHYL	S/A/P	345 ST. PETER ST.	ST. PAUL, MN	WEITZIG, GARY H.	V.P.	345 ST. PETER ST.	ST. PAUL, MN	APLIN, GREGORY D.	V/P	345 ST. PETER ST.	ST. PAUL, MN
Name of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State																												
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WEITZIG, GARY H.	V.P.	345 ST. PETER ST.	ST. PAUL, MN																												
APLIN, GREGORY D.	V/P	345 ST. PETER ST.	ST. PAUL, MN																												
<small>7 SEP. EXHIBIT "A" ATTACHED</small>																															
REGISTERED AGENT INFORMATION		<small>8 Name and Address of New Registered Agent</small> <small>Name 81</small> <small>Street Address 1 (Do NOT Use P.O. Box Number) 82</small> <small>Street Address 2 (Do NOT Use P.O. Box Number) 83</small> <small>City and State 84</small> <small>Zip Code 85</small> <small>FL</small>																													
<small>9 I, the undersigned, being the President of Sections 107.031 and 107.037 Florida Statutes, the above named corporation, qualified to transact business in the State of Florida, do hereby state that the purpose of changing its registered office, or registered agent, or both in the State of Florida, is to change its authorized to transact business by resolution duly adopted by its Board of Directors on</small> n/a																															
<small>10 I, the signatory of registered agent, am familiar with, and accept the obligations of, Section 107.037 & 8</small> <small>n/a</small>																															
<small>11 I, the Registered Agent Accepting Appointment</small> <small>YES <input type="checkbox"/> NO <input checked="" type="checkbox"/></small>		<small>DATE</small> <small>53 Additional Fee required for Registered Agent changes.</small>																													
<small>12 IMPORTANT - THIS SECTION MUST BE COMPLETED IF OFFICER HAS BEEN AMENDED TO FILE AS TO INCREASE OR DECREASE NUMBER OF SHARES SINCE THE LAST ANNUAL REPORT</small> <small>If no, this amendment been filed with this office? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> If the answer is no, this report cannot be processed until this amendment has been filed</small>																															
<small>13 I, the undersigned, am a Director, Vice President, or Trustee of the above-named corporation. I have read the signature restrictions under subsection (c)(2)(B) on reverse side of this form.</small> <small>I, the undersigned, am a Director, Vice President, or Trustee Empowered to Execute This Report as Required by Chapter 107.03 Under Seal, I further understand my signature on this report shall have the same legal effects as if made under oath. (Officer signing must be listed in Block 8)</small>																															
<small>Richard G. Evans</small>		<small>June 22, 1987 Telephone Number</small> <small>Vice President and Corporate Secretary (800) 328-4585</small> <small>Richard G. Evans, Secretary</small>																													
		<small>\$5 Additional Fee required for a Certificate of Status</small>																													

Exhibit "A"

GREEN TREE ACCEPTANCE, INC.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	President & Chief Executive Officer	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102
KENNETH S. ROBERTS	Executive Vice President	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102
ABDUL H. RAJPUT	Senior Vice President, Administration	Green Tree Acceptance, Inc. 500 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102
ROBERT A. HEGSTROM	Senior Vice President, Operations	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102
JOHN W. BRINK	Vice President, Treasurer & Chief Financial Officer	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102
RICHARD G. EVANS	Vice President, Legal & Corporate Secretary	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102
ROBLEY D. EVANS	Vice President & Controller	Green Tree Acceptance, Inc. 500 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1641
GREGORY A. BOYLE	Vice President	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
WALTER L. FRICKE	Vice President	Green Tree Acceptance, Inc. 600 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1640

(Over)

JAMES A. IMSDAHL	Vice President	Green Tree Acceptance, Inc. 500 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1641
GREGORY D. APLIN	Vice President & Zone Manager	Green Tree Acceptance of Texas, Inc. Arlington National Bank Bldg 1600 Pioneer Pkwy. Suite 450 Arlington, TX 76010
BRIAN D. HAMBLIN	Vice President & Zone Manager	Green Tree Acceptance, Inc. 9245 North Meridian Street Suite 226 Post Office Box 40966 Indianapolis, Indiana 46240
THOMAS E. HERMAN	Vice President & Zone Manager	Green Tree Acceptance, Inc. 9030 Yukon Street Suite 3000 Broomfield, Colorado 80020
MICHAEL K. HORNEY	Vice President & Zone Manager	Green Tree Acceptance, Inc. 3835 28th Street SE Markland Building Post Office Box 347 Grand Rapids, MI 49588-0347
HUGH M. JORDAN	Vice President & Zone Manager	Green Tree Acceptance, Inc. 2011 Delta Boulevard Post Office Drawer 4189 Tallahassee, FL 32315-1189
STEPHAN J. KAY	Vice President & Zone Manager	Green Tree Acceptance, Inc. 1855 West Katella Avenue Suite 330 Post Office Box 92613-6117 Orange, CA 92667
DAVID C. KING	Vice President & Zone Manager	Green Tree Acceptance, Inc. 1930 South Alma School Road Suite A-207 Mesa, Arizona 85202
DANIEL P. WEATHERINGTON	Vice President & Zone Manager	Green Tree Acceptance of North Carolina, Inc. 3101 Poplarwood Court Suite 127 Post Office Box 95181 Raleigh, NC 27625

srt
4/3/87

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

CORPORATION



FLORIDA DEPARTMENT OF STATE
JIM SHAW
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE
TODAY'S DATE

JULY 31 PM 1:30
FLORIDA STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Filing Fee of \$25 Required - Make Checks Payable To: Secretary of State

1. Name and Address of Corporation (Please Print)
846203

GREEN TREE ACCEPTANCE, INC.
1100 AMHOOIST TOWER, 345 ST. PETER ST.
ST. PAUL, MN 55102

2. Enter Name of Director of Corporation (Please Print)
C. H. COOPER, PO Box Number Alone is NOT Sufficient

3. Street Address

PO Box #22

City and State 33

Zip Code 34

If Mailing Address is different in any way, enter the correct address
in Item 2, Section 2 Code

4. Incorporated or Created

5. Date of Incorporation
06/11/1980

6. Federal Employer Identification Number

FEIN # 41-1263905

7. Date of Last Return
08/03/1987

8. Name and Signature of Clerk, Officer and Director At or Before December 31, 1987

Name & Title

Name & Title

Name & Title

BOSS, LAWRENCE

L/P/C/O 345 ST. PETER ST.

ST. PAUL, MN

RAJPUT, ABDUL H.

S/V 345 ST. PETER ST.

ST. PAUL, MN

ROBERTS, KENNETH S.

E/V/P 345 ST. PETER ST.

ST. PAUL, MN

HEDSTRÖM, ROBERT A.

S/V 345 ST. PETER ST.

ST. PAUL, MN

2614-GR0004-00000-1600-PIONEER-TRUST-0000

(See Attached Lists)

REGISTERED AGENT INFORMATION

C T CORPORATION SYSTEM

8751 W. BROWARD BLVD.

PLANTATION, FL 33324

Enter Name of Registered Agent

John L. Lewis, C.T. CORPORATION SYSTEM

8751 W. BROWARD BLVD., PLANTATION, FL 33324

City and State 34

FL

I, the undersigned, of the corporation above named, do hereby declare under the laws of the State of Florida, that the information contained in this document is true and accurate to the best of my knowledge and belief. I further declare that I am not a resident of the State of Florida.

N/A

I, the undersigned, do hereby declare that the information contained in this document is true and accurate to the best of my knowledge and belief. I further declare that I am not a resident of the State of Florida.

N/A
(My Printed Name/Address/Signature)

06/11/1980

I, the undersigned, do hereby declare that the information contained in this document is true and accurate to the best of my knowledge and belief. I further declare that I am not a resident of the State of Florida.

I, the undersigned, do hereby declare that the information contained in this document is true and accurate to the best of my knowledge and belief. I further declare that I am not a resident of the State of Florida.

Richard G. Evans

Richard G. Evans

Secretary

May 23, 1988

Date 5/23/88
(612) 291-3400

STATE OF FLORIDA
Division of
Corporations

GREEN TREE ACCEPTANCE, INC.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	President & Chief Executive Officer	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
KENNETH S. ROBERTS	Executive Vice President	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
ARVIND H. RAJPUT	Senior Vice President, Administration	Green Tree Acceptance, Inc. 500 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1641
ROBERT A. HEDSTROM	Senior Vice President, Operations	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
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RICHARD G. EVANS	Vice President, Legal & Corporate Secretary	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
ROBERT D. EVANS	Vice President & Controller	Green Tree Acceptance, Inc. 500 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1641
GREGORY A. DOYLE	Vice President & Director of Finance	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639
WALTER L. PRIOR	Divisional Vice President	Green Tree Acceptance, Inc. 1100 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1639

JAMES A. IMSDAHL	Vice President	Green Tree Acceptance, Inc. 500 Amhoist Tower 345 St. Peter Street St. Paul, MN 55102-1641
BRIAN D. HAMBLIN	Regional Vice President	Green Tree Acceptance, Inc. 9245 North Meridian Street Suite 226 Post Office Box 40966 Indianapolis, Indiana 46240
THOMAS E. HERRMAN	Regional Vice President	Green Tree Acceptance, Inc. 1930 South Alma School Road Suite A-207 Mesa, Arizona 85210
MICHAEL K. HORNBY	Regional Vice President	Green Tree Acceptance, Inc. 3635 28th Street SE Markland Building Post Office Box 347 Grand Rapids, MI 49588-0347
HUGH M. JORDAN	Regional Vice President	Green Tree Acceptance, Inc. 2011 Delta Boulevard Post Office Drawer 4189 Tallahassee, FL 32315-1189
STEPHEN J. KAY	Regional Vice President	Green Tree Acceptance, Inc. 1855 West Katella Avenue Suite 330 Post Office Box 92613-6117 Orange, CA 92667

GREEN TREE ACCEPTANCE, INC.

DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman	President & Chief Executive Officer GREEN TREE ACCEPTANCE, INC. 1100 Amhoist Tower 345 St. Peter Street Saint Paul, MN 55102
W. MAX MCGEE	Director	Partner MARIO-MAX CO. 1550 East 79th Street Bloomington, MN 55420
ROBERT S. NICKOLOFF	Director	Chairman of the Board MEDICAL INNOVATION CAPITAL, INC. 1201 Marquette Ave Minneapolis, MN 55403
JOHN A. PRICE, SR.	Director	Retired Bunker 4901 N. Gulf Shore Boulevard Naples, FL 33940
KENNETH S. ROEMIS	Director	Executive Vice President GREEN TREE ACCEPTANCE, INC. 1100 Amhoist Tower 345 St. Peter Street Saint Paul, MN 55102
RICHARD G. SWANSON	Director	Attorney at Law DORSEY & WHITNEY 2200 First Bank Place East Minneapolis, MN 55402

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST

CORPORATION
ANNUAL REPORT
1989



FLORIDA DEPARTMENT OF STATE
Division of Corporations

100 FEB 10 1989 40

Re-enter and Reaffirm or Check Box Before Making Errors
Filing Fee of \$35 Required -- Make Checks Payable To: Secretary of State

Name and Address of Corporation Principal Office

ZIP + 4

B46203 8
GREEN TREE ACCEPTANCE, INC.
1100 AMHOIST TOWER, 345 ST. PETER ST.
ST. PAUL, MN 55102-1637

If above address is incorrect in any way, enter the correct address
in Item 2 before Zip Code

Enter Name of Agent of General or Foreign
Other PO Box Number Area Code 651 Subarea

1100 Landmark Towers

Street Address 21
345 St. Peter Street
PO Box No 77

City and State 21
Saint Paul, MN
Zip Code 21

55102-1639

1. Date Incorporated or Qualified	06/11/1980	4. Federal Employer Identification Number (FEIN)	41-1263905	5. Capital Last Report	05/31/1988
► Enter Name and Address of Each Officer and Director as of December 31, 1988					
2. Name of Officers and Directors	SEE EXHIBITS A AND B	3. Post Address of Each Officer and Director	108-101 Unit Post Office Box 1639	4. City and State of Each Director	Exhibit B
V/T/O	BRINK, JOHN W.	4TH FL 803 NICKELST HALL	KIRKWOOD, MN 55006		
P/C/O	COSS, LAWRENCE	345 ST. PETER ST.	ST. PAUL, MN		
V/P/A	RAJPUT, ABDUL H.	345 ST. PETER ST.	ST. PAUL, MN		
B/V/P	ROBBRTS, KENNETH S.	345 ST. PETER ST.	ST. PAUL, MN		
S/V	HEGSTROM, ROBERT A.	345 ST. PETER ST.	ST. PAUL, MN		
V/C/S	EVANS, RICHARD G.	1600 PIONEER PARK 2450	ARLINGTON, VA		

REGISTERED AGENT INFORMATION

C T CORPORATION SYSTEM
5555 N BROADWAY BLVD.
PLANTATION, FL 33324

Street Address 1000 N BROADWAY

Street Address 2000 N BROADWAY

City and State 1000 N BROADWAY

FL

► Pursuant to the provisions of Sections 602.04 and 602.05, Florida Statutes, the above named corporation does and will do the following under the laws of the State of Florida:
1. Do business in this state under the name of Green Tree Acceptance, Inc.
2. Do business in this state under the name of Green Tree Acceptance, Inc., doing business as Green Tree Acceptance, Inc.
3. Do business in this state under the name of Green Tree Acceptance, Inc., doing business as Green Tree Acceptance, Inc., doing business as Green Tree Acceptance, Inc.

► I, Richard G. Evans, do hereby certify that the above information is true and correct to the best of my knowledge and belief.

► I, Richard G. Evans, do hereby certify that the above information is true and correct to the best of my knowledge and belief.

► I, Richard G. Evans, do hereby certify that the above information is true and correct to the best of my knowledge and belief.

Richard G. Evans
Richard G. Evans
President & Secretary

February 10, 1989
Sr. Vice President & Secretary (612) 293-3400

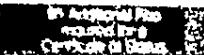


Exhibit A

GREEN TREE ACCEPTANCE, INC.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman, President & Chief Executive Officer	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
KENNETH S. ROBERTS	Executive Vice President & Chief Operating Officer	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
AROUL H. PAJPUT	Senior Vice President, Administration	Green Tree Acceptance, Inc. 500 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1641
PONTI A. HEDSTROM	Senior Vice President, Operations	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
JOHN W. BRINK	Senior Vice President, Treasurer & Chief Financial Officer	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
RICHARD G. EVANS	Senior Vice President, General Counsel & Secretary	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
GREGORY A. BOYLE	Vice President & Controller	Green Tree Acceptance, Inc. 500 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1641
WALTER L. FRICKE	Vice President & Director of Finance	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
	Vice President	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639

JAMES A. IMDAHL	Vice President	Green Tree Acceptance, Inc. 500 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1641
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HUGH M. JORDAN	Vice President	Green Tree Acceptance, Inc. 2011 Delta Boulevard Post Office Drawer 4189 Tallahassee, FL 32315-1189
STEPHEN J. KAY	Vice President	Green Tree Acceptance, Inc. 1855 West Katella Avenue Suite 330 Post Office Box 92613-6117 Orange, CA 92667

Exhibit 8

GREEN TREE ACCEPTANCE, INC.

DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman	President & Chief Executive Officer GREEN TREE ACCEPTANCE, INC. 1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
W. MAX MCGLEE	Director	Partner MARO-MAX CO. 1550 East 79th Street Bloomington, MN 55425
ROBERT S. NICKOLOFF	Director	Chairman of the Board MEDICAL INNOVATION CAPITAL, INC. 9900 Birch Road East Suite 421 Minnetonka, MN 55343
JOHN A. PRICE, SR.	Director	Retired Banker 4901 N. Gulf Shore Boulevard Naples, FL 33940
KENNETH S. ROBERTS	Director	Executive Vice President and Chief Operating Officer GREEN TREE ACCEPTANCE, INC. 1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102

Attorney at Law
DORSEY & WHITNEY
2200 First Bank Place East
Minneapolis, MN 55402

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

CORPORATION

ANNUAL REPORT
1990



MINNESOTA DEPARTMENT OF STATE
John W. Gutfreund
Secretary of State
DIVISION OF CORPORATIONS

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$35 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Home or Office

846203 8

GREEN TREE ACCEPTANCE, INC.
1100 LANDMARK TOWERS
345 ST. PETER ST.
ST. PAUL, MN 55102-1637

If address is incorrect in any way, enter the correct address
in Item 2 below and check

J. Day Incorporated or Dissolved
Date of Incorporation or Dissolution

06/11/1980

4. FEIN Number

41-1263905

FEIN Number Applied For
FEIN Number Not Required

► 5. Names and Street Addresses of Each Officer and Director. Do not use any connection name or trade name over your individual name.

Name of Officer and Director	See Exhibits A & B for list	Street Address of Each Officer and Director	City and State	FEIN Number Applied For FEIN Number Not Required
V/T/O BRINK, JOHN W.	345 ST. PETER ST. of officers and directors	345 ST. PETER ST.	MINNEAPOLIS, MN ST. PAUL, MN	00000 55102
P/C/O COSS, LAWRENCE	345 ST. PETER ST.	345 ST. PETER ST.	ST. PAUL, MN	
V/P/A RASPUT, ABDOU M.	345 ST. PETER ST.	345 ST. PETER ST.	ST. PAUL, MN	
E/V/P ROBERTS, KENNETH S.	345 ST. PETER ST.	345 ST. PETER ST.	ST. PAUL, MN	
S/V HEGSTROM, ROBERT A.	345 ST. PETER ST.	345 ST. PETER ST.	ST. PAUL, MN	
V/C/S EVANS, RICHARD G.	345 ST. PETER ST.	345 ST. PETER ST.	ARLINGTON, TX St. Paul, MN	

REGISTERED AGENT INFORMATION

C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL. 33324

Corporations that do business in both Florida and Minnesota must file this annual report in both states. The annual report is required under the laws of the state of Florida. Business corporations may file this annual report in the state of Florida, and also file an annual report in the state of Minnesota. This annual report is required under the laws of the state of Minnesota. Business corporations may file this annual report in the state of Minnesota, and also file an annual report in the state of Florida.

REGISTRATION
I, Richard G. Evans, being duly sworn, do solemnly declare that I am the Registered Agent for the above-named corporation, and that I have read the foregoing statement and that it is true to the best of my knowledge and belief. I further declare that I have read the instructions contained in the accompanying circular and that I understand and agree to be bound by the same. I further declare that I will remain at the place of business of the corporation during the term of this registration and that I will keep the office open during regular business hours.

Richard G. Evans
Richard G. Evans Sr. Vice Pres. & Secretary (612) 293-3400
Date 02/07/90

State of Minnesota
Division of State
Corporations

EXHIBIT A

GREEN TREE ACCEPTANCE, INC.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman, President & Chief Executive Officer	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
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JAMES A. IMSDAHL	Vice President	Green Tree Acceptance, Inc. 500 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1641
WALTER L. FRICKE	Divisional Vice President	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639

RONALD G. PEACE	Divisional Vice President	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
TERRY L. SCHULTZ	Divisional Vice President	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
BRIAN D. HAMBLIN	Vice President	Green Tree Acceptance, Inc. 9245 North Meridian Street Suite 226 Post Office Box 40566 Indianapolis, Indiana 46240
THOMAS E. HERRMAN	Vice President	Green Tree Acceptance, Inc. 1930 South Alma School Road Suite A-207 Mesa, Arizona 85210
SUSAN J. HESSE	Vice President, Business Systems	Green Tree Acceptance, Inc. 500 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1641
HUGH M. JORDAN	Vice President	Green Tree Acceptance, Inc. 2011 Delta Boulevard Post Office Drawer 4189 Tallahassee, FL 32315-1189
STEPHEN J. KAY	Vice President	Green Tree Acceptance, Inc. 9600 Center Avenue Suite 160 Rancho Cucamonga, CA 91730
DREW S. BACKSTRAND	Assistant Vice President, Legal	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639
GREGORY L. GIESEN	Assistant Vice President and Assistant Controller	Green Tree Acceptance, Inc. 500 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1641
KAREN J. BOND	Assistant Corporate Secretary	Green Tree Acceptance, Inc. 1100 Landmark Towers 345 St. Peter Street St. Paul, MN 55102-1639

(Revised 12/19/89)

EXHIBIT B

GREEN TREE ACCEPTANCE, INC.

DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman	President & Chief Executive Officer GREEN TREE ACCEPTANCE, INC. 1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
W. MAX MCGEE	Director	Partner MARNO-MAX CO. P.O. Box 1556 Burnsville, MN 55337
ROBERT S. NICKOLOFF	Director	Chairman of the Board MEDICAL INNOVATION CAPITAL, INC. 9900 Bren Road East Suite 421 Minnetonka, MN 55343
JOHN A. PRICE, SR.	Director	Retired Banker 4901 N. Gulf Shore Blvd. Naples, FL 33940
KENNETH S. ROBERTS	Director	Executive Vice President and Chief Operating Officer GREEN TREE ACCEPTANCE, INC. 1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
RICHARD G. SWANSON	Director	Attorney at Law DORSEY & WHITNEY 2200 First Bank Place East Minneapolis, MN 55402

(Revised 05/15/89)

FILE NOW! CORPORATE STATUS WILL BE
DELINQUENT AFTER JULY 1ST.

CORPORATION



FLORIDA DEPARTMENT OF STATE
MAY 1991
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED

APPROVED
FL. DEPT. OF STATE
CORPORATIONS
TALLAHASSEE, FLA.
FILED

ANNUAL REPORT
1991

FILING FEE OF \$61.25 REQUIRED

Name and Mailing Address of Corporation DOCUMENT #846203 (8)

ZIP + 4 PRESORT

GREEN TREE ACCEPTANCE, INC.
1100 LANDMARK TOWERS
345 ST. PETER ST.
ST. PAUL, MN 55102-1637

DO NOT WRITE IN THIS SPACE

2 If Address in Block 1 is incorrect in any way other than the correct address below, P.O. Box is acceptable. The NAME of the corporation can be changed only by filing an amendment.

21	Street Address
22	P.O. Box No.
23	City and State
24	Zip Code

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code

1 Date Incorporated or Organized to do business in Florida	4 FEI Number	5 FEI Number Applied For	6 \$8.75 Additional Fee required for a Certificate of Status
06/11/1980	41-1263905	FEI Number Not Applicable	CERTIFICATE OF STATUS DESIRED

7 Names and Street Addresses of Each Officer and Director (Do not use any correction tape or hand to cover over incorrect information.)

7A	Names of Officers and Directors	Street Address of Each Officer and Director (Do Not Use Post Office Box Numbers)	City and State
V/T/O	BRINK, JOHN W.	345 ST. PETER ST.	ST. PAUL, MN
P/C/O	COSS, LAWRENCE	345 ST. PETER ST.	ST. PAUL, MN
V/P	BOYLE, GREGORY A.	345 ST. PETER ST.	ST. PAUL, MN
E/V/P	BOYLE, GREGORY A.	345 ST. PETER ST.	ST. PAUL, MN
E/V/P	ROBERTS, KENNETH S.	345 ST. PETER ST.	ST. PAUL, MN
S/V	HEGSTROM, ROBERT A.	345 ST. PETER ST.	ST. PAUL, MN
V/S	EVANS, RICHARD G.	345 ST. PETER ST.	ST. PAUL, MN

** SEE EXHIBITS A AND B FOR LISTS OF

OFFICERS AND DIRECTORS

REGISTERED AGENT INFORMATION

C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL. 33324

8C Street Address 1 (Do Not Use P.O. Box Number)

8D Street Address 2 (Do Not Use P.O. Box Number)

8E City	8F Zip Code
	FL

I, the undersigned, the President, Vice President, Secretary, Treasurer, or Registered Agent of the above named corporation, submit this statement for the purpose of changing its registered agent to do business in the State of Florida. Such change was authorized by the corporation's Board of Directors. I further declare that the undersigned is registered under Florida law and understands the regulations of Section 607.0505, Florida Statutes.

CHARTER: _____ (Name of Charter Article or Bylaw)

I certify that this instrument includes all the information required by supplemental annual reports true and accurate and that my signature shall have the same legal effect as if it were handwritten. I further certify that I am an officer or employee of the corporation or the incorporator or director empowered to execute this report as required by Chapter 607, Florida Statutes, and that my signature appears in ink on an agreement with an attorney.

Richard G. Evans

Sr. Vice Pres. and Secretary

612 293-3400

02/06/91

**FILING FEE OF \$61.25 REQUIRED--Make Checks Payable To: Secretary of State \$8.75 Additional Fee required
for a Certificate of Status**

Exhibit A

GREEN TREE ACCEPTANCE, INC.

OFFICERS

FEB 13

APR 1976
FD-350 (Rev. 1-25-64)
U.S. GOVERNMENT PRINTING OFFICE: 1964
5000 1000 1000
FBI - MINNEAPOLIS
FILED

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman, President & Chief Executive Officer	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639
KENNETH S. ROBERTS	Executive Vice President & Chief Operating Officer	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639
JOHN W. BRINK	Senior Vice President, Treasurer & Chief Financial Officer	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639
RICHARD G. EVANS	Senior Vice President, General Counsel & Secretary	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639
ROBERT A. HEGSTROM	Senior Vice President, Operations	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639
GREGORY A. BOYLE	Vice President & Director of Finance	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639
ROBLEY D. EVANS	Vice President & Controller	Green Tree Acceptance, Inc. 500 Landmark Towers St. Paul, MN 55102-1641
JACQUES R. ALLEWAERT	Vice President	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639
BARBARA J. DIDRIKSON	Vice President, Human Resources	Green Tree Acceptance, Inc. 500 Landmark Towers St. Paul, MN 55102-1639
SUSAN J. HESSE	Vice President, Business Systems	Green Tree Acceptance, Inc. 500 Landmark Towers St. Paul, MN 55102-1641
JAMES A. IMSDAHL	Vice President, Loan Servicing	Green Tree Acceptance, Inc. 500 Landmark Towers St. Paul, MN 55102-1641
WALTER L. FRICKE	Divisional Vice President	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>	APPROVED FEB 19 1981 RE. DEPT. OF STATE CORPORATIONS DIV. TALLAHASSEE, FL FILED
RONALD G. PEACE	Divisional Vice President	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639	
TERRY L. SCHULTZ	Divisional Vice President	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639	
ROBERT M. BAILEY	Vice President	Green Tree Acceptance, Inc. 3062 PS Business Center Woodbridge, VA 22192	
TIMOTHY J. BAUER	Vice President	Green Tree Acceptance, Inc. 502 Earth City Expressway Suite 139, P.O. Box 609 Earth City, MO 63045	
RAYMOND L. BEAN	Vice President	Green Tree Acceptance, Inc. 6400 Upton Blvd., Suite 400E P.O. Box 40099 Albuquerque, NM 87196	
DANIEL J. BIALON	Vice President	Green Tree Acceptance, Inc. 4950 W. Kennedy Boulevard Suite 603, P.O. Box 25096 Tampa, FL 33622-5096	
CAROLYN A. BROWNLEY	Vice President	Green Tree Acceptance, Inc. 3835 28th Street, SE Markland Bldg., P.O. Box 347 Grand Rapids, MI 49588-0347	
BRIAN D. HAMBLIN	Vice President	Green Tree Acceptance, Inc. 9245 North Meridian Street Suite 226 P.O. Box 40966 Indianapolis, IN 46240	
THOMAS E. HERRMAN	Vice President	Green Tree Acceptance, Inc. 1930 South Alma School Road Suite A-207 Mesa, AZ 85210	
WILLIAM M. JONES	Vice President	Green Tree Acceptance/Texas 1600 East Pioneer Pkwy. Suite 300 Arlington, TX 76010	
HUGH M. JORDAN	Vice President	Green Tree Acceptance, Inc. 2011 Delta Boulevard P.O. Drawer 4189 Tallahassee, FL 32315-1189	

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>	APPROVED F. D. RUMMEL
STEPHEN J. KAY	Vice President	Green Tree Acceptance, Inc. 9600 Center Avenue Suite 160 Rancho Cucamonga, CA 91730	FILED
THOMAS A. MARCHETTI	Vice President	Green Tree Acceptance, Inc. 100 N. Phillips, Suite 902 P.O. Box 1465 Stouts Falls, SD 57101	
LARRY E. PEACOCK	Vice President	Green Tree Acceptance/LA 3232 Sherwood Forest Blvd. Piccadilly Bldg., Suite 225 Baton Rouge, LA 70816	
K. WAYNE SELKIRK	Vice President	Green Tree Acceptance, Inc. 324 Interstate Park Dr. P.O. Box 3317 Montgomery, AL 36109	
H. JERRY UNDERDAHL	Vice President	Green Tree Acceptance, Inc. 600 Landmark Towers St. Paul, MN 55102-1640	
IRA P. USRY	Vice President	Green Tree Acceptance, Inc. #1 Windsor Point P.O. Box 2386 Columbia, SC 29202	
DREW S. BACKSTRAND	Assistant Vice President, Legal	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639	
GREGORY L. GIESEN	Assistant Vice President and Assistant Controller	Green Tree Acceptance, Inc. 500 Landmark Towers St. Paul, MN 55102-1641	
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PATRICIA R. MUNDHAL	Assistant Vice President, Business Systems	Green Tree Acceptance, Inc. 500 Landmark Towers St. Paul, MN 55102-1639	
KAREN J. BOND	Assistant Corporate Secretary	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639	

(Revised 12/17/90)

Exhibit 8

GREEN TREE ACCEPTANCE, INC.

DIRECTORS

FEB 13 1991

APPROVED
FL. DEPT. OF STATE
CORPORATIONS DIV.
TALLAHASSEE, FL.
FILED

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman	President & Chief Executive Officer GREEN TREE ACCEPTANCE, INC. 1100 Landmark Towers Saint Paul, MN 55102
W. MAX MCGEE	Director	Partner MARNO-MAX CO. P.O. Box 1556 Burnsville, MN 55437
ROBERT S. NICKOLOFF	Director	Chairman of the Board MEDICAL INNOVATION CAPITAL, INC. 9900 Bren Road East Suite 421 Minnetonka, MN 55343
JOHN A. PRICE, SR.	Director	Retired Banker 4901 N. Gulf Shore Blvd. Naples, FL 33940
KENNETH S. ROBERTS	Director	Executive Vice President and Chief Operating Officer GREEN TREE ACCEPTANCE, INC. 1100 Landmark Towers Saint Paul, MN 55102
RICHARD G. SWANSON	Director	Attorney at Law DORSEY & WHITNEY 3 Gracechurch Street London EC3V 0AT

(Revised 04/17/90)

FILE NOW! CORPORATE STATUS WILL BE
DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT
1992



FLORIDA DEPARTMENT OF STATE
Division of
Corporations
and Small Business
Corporations Division

MAR-30-92

APPROVED
SEC. OF STATE
CORPORATIONS DIV.
TALLAHASSEE, FLA.
FREO

FILING FEE \$61.25 Make Payable To: Secretary of State

1. Name and Mailing Address of Corporation DOCUMENT #846203 (8)

GREEN TREE ACCEPTANCE, INC.
1100 LANDMARK TOWERS
345 ST. PETER ST.
SAINT PAUL MN 55102-1637

2. Address as listed in the document filed with the Secretary of State for incorporation. This is also the address of the principal place of business or place of doing business.

21. Mailing Address

22. P.O. Box No

23. City and State

06/11/1980

3. Date incorporated or Diss'd
To Do Business in Florida

4. Date of Last Report 02/13/1991 4. Registration 41-1263905 Filing Fee Allocated To \$67.75 Filing Number Last Approved CERTIFICATE OF STATUS OF RECORD

5. Names and Street Addresses of Each Officer and Director (Do not use any common name or refer to officer under individual name(s))

1.	2. Name of Officers and Directors	3. Street Address of Each Officer and Director (Do not use any common name or refer to officer under individual name(s))	4. City and State
1. V/T/O	BRINK, JOHN W.	345 ST. PETER ST.	ST. PAUL, MN
2. P/C/O	COSS, LAWRENCE	345 ST. PETER ST.	ST. PAUL, MN
3. V	BOYLE, GREGORY A.	345 ST. PETER ST.	ST. PAUL, MN
4. E/V/P	ROBERTS, KENNETH S.	345 ST. PETER ST.	ST. PAUL, MN
5. V	HEGSTROM, ROBERT A.	345 ST. PETER ST.	ST. PAUL, MN
6. V/S	EVANS, RICHARD G.	345 ST. PETER ST.	ST. PAUL, MN **See Exhibits A and B.

REGISTERED AGENT INFORMATION

7. Registered Agent Name C T CORPORATION SYSTEM
C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL. 33324

81	7-00
82	C T CORPORATION SYSTEM 1200 S. PINE ISLAND RD.
83	PLANTATION, FL. 33324
84	PLANTATION FL

9. If you are dissatisfied with your registered agent, you may file a complaint with the Secretary of State. The Secretary of State will then determine if the registered agent is qualified to do business in the state of Florida. If the registered agent is not qualified, the Secretary of State will appoint another registered agent to act on behalf of the corporation.

10. I declare under penalty of perjury that the information contained in this document is true and correct to the best of my knowledge and belief. I further declare that I have read the Florida Statutes relating to the filing of this document and that I understand the consequences of filing this document.

I acknowledge that I am a citizen of the United States and that I have read and understood the foregoing statement of the law and that I have signed this instrument in the presence of a Notary Public or other person authorized by law to witness signatures.

SIGNATURE *Richard G. Evans*

Richard G. Evans

Sr. Vice President & Sec. 612 293-3400

Exhibit A

GREEN TREE ACCEPTANCE, INC.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman, President & Chief Executive Officer	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639
KENNETH S. ROBERTS	Executive Vice President & Chief Operating Officer	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639
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HUGH M. JORDAN	Vice President	Green Tree Acceptance, Inc. 2011 Delta Boulevard P.O. Drawer 4189 Tallahassee, FL 32315-1189

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
THOMAS A. MARCHETTI	Vice President	Green Tree Acceptance, Inc. 100 N. Phillips, Suite 902 P.O. Box 1465 Sioux Falls, SD 57101
LARRY E. PEACOCK	Vice President	Green Tree Acceptance/LA 3232 Sherwood Forest Blvd. Piccadilly Bldg., Suite 225 Baton Rouge, LA 70816
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KAREN J. BOND	Assistant Corporate Secretary	Green Tree Acceptance, Inc. 1100 Landmark Towers St. Paul, MN 55102-1639

(Revised 10/04/91)

Exhibit B

GREEN TREE ACCEPTANCE, INC.

DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman	President & Chief Executive Officer GREEN TREE ACCEPTANCE, INC. 1100 Landmark Towers Saint Paul, MN 55102
RICHARD G. EVANS	Director	Sr. Vice President, General Counsel and Secretary GREEN TREE ACCEPTANCE, INC. 1100 Landmark Towers Saint Paul, MN 55102
W. MAX MCGEE	Director	Partner MARNO-MAX CO. P.O. Box 1556 Burnsville, MN 55437
ROBERT S. NICKOLOFF	Director	Chairman of the Board MEDICAL INNOVATION CAPITAL, INC. 9900 Bren Road East Suite 421 Minnetonka, MN 55343
KENNETH S. ROBERTS	Director	Executive Vice President and Chief Operating Officer GREEN TREE ACCEPTANCE, INC. 1100 Landmark Towers Saint Paul, MN 55102
RICHARD G. SWANSON	Director	Attorney at Law DORSEY & WHITNEY 3 Gracechurch Street London EC3V 0AT

(Revised 11/01/91)

CT System

May 26, 1992

846203

FILED
92 JUN -2 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT Corporation System
332 Northwest Midland
Bank Building
Minneapolis, MN 55401
(612) 333-4315
(612) 342-2930

Re: Green Tree Acceptance, Inc. Name changed to:
Green Tree Financial Corporation

Counsel: Legal Department
Green Tree Acceptance, Inc.
1100 Landmark Tower's
345 St. Peter Street
St. Paul, MN 55102

Secretary of State
Corporate Records Bureau
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32399

Dear Sir:

Acting on the instructions of counsel for the above corporation, which is authorized to do business in your state, we are enclosing the following for filing:

Documents to effect the above referenced Change
Of Name.

We are enclosing check(s) in payment of the required fees,
and ask that you please forward the usual evidence of filing to
this office.

Very truly,

Jayne Hlavacek
Jayne Hlavacek
Service Representative

SPECIAL INSTRUCTIONS:

06/02/92
SEARCHED INDEXED SERIALIZED FILED
FLORIDA SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
92 JUN -2 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Green Tree Acceptance, Inc.

Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Minnesota

3. Date authorized to do business in Florida: June 11, 1980

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

May 27, 1992

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated", or appropriate abbreviation, if not contained in new name of the corporation:

Green Tree Financial Corporation

6. If the amendment changes the period of duration, indicate new period of duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction

Lawrence M. Coss
Signature
Name and Title

Lawrence M. Coss, President

May 29/92
Date

State of Minnesota

SECRETARY OF STATE

Certificate of Name Change

I, Joan Anderson Growe, Secretary of the State of Minnesota, do certify that the corporation listed below filed an amendment of its articles of incorporation, or, in the case of a non-Minnesota corporation, a certified copy of an amendment of its articles of incorporation, changing its name with this office on the date listed below, and that the corporation has complied with the relevant laws of Minnesota with respect to that filing.

Old Name: Green Tree Acceptance, Inc.

New Name: Green Tree Financial Corporation

State of Incorporation: Minnesota

Date Amendment Filed: 05/27/1992

This certificate has been issued on 05/27/1992.

F I L E D

92 JUN -2 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Joan Anderson Growe
Secretary of State.

File Now. Filing Fee after May 1 is \$225.00

CORPORATION
ANNUAL REPORT
1993



DEPARTMENT OF STATE
STATE OF MINNESOTA
DIVISION OF CORPORATIONS

1. Name and Address of Corporation

DOCUMENT # 848203 (8)
GREEN TREE FINANCIAL CORPORATION
1100 LANDMARK TOWERS
345 SAINT PETER ST
SAINT PAUL MN 55102-1837

2. Date of Incorporation or Last Change in Name or Address of Corporation and Type of Document in Block 2.

FILING FEE ANNUAL REPORT \$61.25 + \$138.75 CORPORATION SUPPLEMENTAL FEE
\$200.00 MAKE CHECK PAYABLE TO DEPARTMENT OF STATE

21. Name and Address	26. Principal Place of Business	3. Certificate of Status (Check)	\$8.75
Saint Paul, MN	State, Act & Inc.	6. Entity (Check) Foreign Institution Commissioner	\$5.00 Min. Br. According to Law
CT CORPORATION	Corporation	7. Number of IRS Section 8 Tax Exempt Status	\$138.75 Supplemental Fee Not Required
24. Court	25.	26.	8. This corporation has been registered under Foreign Status (Check)

9. Name and Address of Current Registered Agent

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

81. Name	82. Street Address (P.O. Box Number if Not Residential)	83.	84. City	To Cash	Cash
			FL		

11. Check if the provisions of Sections 107.0602 and 107.1500 or Section 107.0609 and 107.1500, Florida Statutes, are being waived concerning the name and address of the corporation or its registered agent or registered agent, or both, in the State of Florida. Such change is to be checked by the corporation's Board of Directors, except the corporation's registered agent, if any, hereby will, and accept the change in name or Section 107.0609 Florida Statute.

12. Officers and Directors

12.	OFFICERS AND DIRECTORS	13.	OFFICERS AND DIRECTORS CHANGES
	V/T/O BRATAY, JOHN W. 345 ST. PETER ST. ST. PAUL MN	1. NAME 2. NAME 3. ADDRESS 4. CITY ST ZIP	
	P/C/O COSS, LAWRENCE 345 ST. PETER ST. ST. PAUL MN	1. NAME 2. NAME 3. ADDRESS 4. CITY ST ZIP	
	V BOYLE, GREGORY A. 345 ST. PETER ST. ST. PAUL MN	1. NAME 2. NAME 3. ADDRESS 4. CITY ST ZIP	
	E/V/P ROBERTS, KENNETH S. 345 ST. PETER ST. ST. PAUL MN	1. NAME 2. NAME 3. ADDRESS 4. CITY ST ZIP	
	V HEGSTROM, ROBERT A. 345 ST. PETER ST. ST. PAUL MN	1. NAME 2. NAME 3. ADDRESS 4. CITY ST ZIP	
	V/S EVANS, RICHARD O. 345 ST. PETER ST. ST. PAUL MN	1. NAME 2. NAME 3. ADDRESS 4. CITY ST ZIP	

14. I, the undersigned, declare that the information contained in this document is true and correct to the best of my knowledge and belief, and that it is being filed in accordance with the laws of the State of Minnesota.

SIGNATURE

Richard G. Evans

Sr. Vice President & Secretary, 612-293-3400

Ex. A

GREEN TREE FINANCIAL CORPORATION

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman, President & Chief Executive Officer	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
KENNETH S. ROBERTS	Executive Vice President & Chief Operating Officer	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
JOHN W. BRINK	Senior Vice President, Treasurer & Chief Financial Officer	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
RICHARD G. EVANS	Senior Vice President, General Counsel & Secretary	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
ROBERT A. HEGSTROM	Senior Vice President, Home Improvement Division	Green Tree Financial Corporation 1800 Landmark Towers Saint Paul, MN 55102-1654
GREGORY D. APLIN	Vice President, Special Operations	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
GREGORY A. BOYLE	Vice President, Finance	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
ROBLEY D. EVANS	Vice President & Controller	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
JACQUES R. ALLEWAERT	Vice President, Administration	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
BARBARA J. DIDRIKSON	Vice President, Human Resources	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
SUSAN J. HESSE	Vice President, Business Systems	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
JAMES A. IMSDAHL	Vice President, Loan Servicing	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
RONALD G. PEACE	Vice President	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
BRENT H. PETERSON	Vice President, Operations	Green Tree Financial Corporation 1800 Landmark Towers Saint Paul, Minnesota 55102-1664
TERRY L. SCHULTZ	Vice President	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
LYLE D. ZELLER	Vice President, Strategy and Planning	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
TIMOTHY J. BAUER	Vice President	Green Tree Financial Corporation 502 Earth City Expressway Suite 139, P.O. Box 609 Bridgeton, MO 63044-0609
RAYMOND L. BEAN	Vice President	Green Tree Financial Corporation 6400 Upton Blvd. NE, Suite 400-E P.O. Box 40099 Albuquerque, NM 87196-0099
DANIEL J. BIALON	Vice President	Green Tree Financial Corporation 4950 West Kennedy Boulevard Suite 603, P.O. Box 25096 Tampa, FL 33622-5096
CAROLYN A. BROWNLEY	Vice President	Green Tree Financial Corporation d/b/a Green Tree Acceptance, Inc. 3835 28th Street SE P.O. Box 888347 Grand Rapids, MI 49588-8347
BRIAN D. HAMBLIN	Vice President	Green Tree Financial Corporation 9245 North Meridian Street Suite 226 P.O. Box 40966 Indianapolis, IN 46240-0966
THOMAS E. HERRMAN	Vice President	Green Tree Financial Corporation 1930 South Alma School Road Suite A-207 Mesa, AZ 85210-3094
WILLIAM M. JONES	Vice President	Green Tree Financial Corp.-Texas 1600 East Pioneer Parkway Suite 300 Arlington, TX 76010-6586

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
HUGH M. JORDAN	Vice President	Green Tree Financial Corporation 2011 Delta Boulevard P.O. Drawer 4189 Tallahassee, FL 32315-4189
THOMAS A. MARCHETTI	Vice President	Green Tree Financial Corporation 100 North Phillips, Suite 502 P.O. Box 1465 Sioux Falls, SD 57102-1465
LARRY E. PEACOCK	Vice President	Green Tree Financial Corp.-Louisiana 3232 Sherwood Forest Boulevard Piccadilly Bldg., Suite 225 Baton Rouge, LA 70816-2294
K. WAYNE SELKIRK	Vice President	Green Tree Financial Corporation 324 Interstate Park Drive P.O. Box 3317 Montgomery, AL 36109-0317
H. JERRY UNDERDAHL	Vice President	Green Tree Financial Corporation 600 Landmark Towers Saint Paul, MN 55102-1640
IRA P. USRY	Vice President	Green Tree Financial Corporation #1 Windsor Cove P.O. Box 2386 Columbia, SC 29202-2386
DREW S. BACKSTRAND	Assistant Vice President, Legal	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
GREGORY L. GIESEN	Assistant Vice President and Assistant Controller	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
THOMAS P. HARLANDER	Assistant Vice President, Insurance	Green Tree Financial Corporation 1700 Landmark Towers Saint Paul, MN 55102-1637
JILL M. KOVALA	Assistant Vice President, Home Improvement Division	Green Tree Financial Corporation 1800 Landmark Towers Saint Paul, MN 55102-1664
PATRICIA R. MUNDHAL	Assistant Vice President, Business Systems	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
KAREN J. BOND	Assistant Corporate Secretary	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639

(Revised 09/28/92)

Ex. 8

GREEN TREE FINANCIAL CORPORATION

DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LAWRENCE M. COSS	Chairman	President & Chief Executive Officer GREEN TREE FINANCIAL CORPORATION 1100 Landmark Towers Saint Paul, MN 55102
RICHARD G. EVANS	Director	Sr. Vice President, General Counsel and Secretary GREEN TREE FINANCIAL CORPORATION 1100 Landmark Towers Saint Paul, MN 55102
W. MAX MCGEE	Director	Partner MARNO-MAX CO. P.O. Box 1556 Burnsville, MN 55437
C. THOMAS MAY, JR.	Director	President MAY FINANCIAL CORPORATION 8333 Douglas Avenue Suite 400 LB-82 Dallas, Texas 75225
ROBERT S. NICKOLOFF	Director	Chairman of the Board MEDICAL INNOVATION CAPITAL, INC. 9900 Bren Road East Suite 421 Minnetonka, MN 55343
KENNETH S. ROBERTS	Director	Executive Vice President and Chief Operating Officer GREEN TREE FINANCIAL CORPORATION 1100 Landmark Towers Saint Paul, MN 55102

(Revised 11/10/92)



February 10, 1993

Division of Corporations
ANNUAL REPORTS SECTION
P.O. Box 1500
Tallahassee, FL 32302-1500

Re: Green Tree Financial Corporation
Annual Report

Gentlemen:

Enclosed is Green Tree Financial Corporation's 1993 Corporation Annual Report along with a check in the amount of \$200.

If you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,

A handwritten signature in cursive ink, appearing to read "Wanda J. Lamb-Lindow".

WANDA J. LAMB-LINDOW
Legal Assistant

/wjl-1

Enclosures

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

1994

GREEN TREE FINANCIAL CORPORATION

DOCUMENT #
846203 (8)

APPROVED
AND
FILED

93 FEB 22 PM 5:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1100 LANDMARK TOWERS
345 ST PETER ST.
ST. PAUL MN 55102-0039

1100 LANDMARK TOWERS
345 ST. PETER ST.
ST. PAUL MN 55102-0039

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

9. Name and Address of Current Registered Agent

V/T/O
BRINK, JOHN W.
345 ST. PETER ST.
ST. PAUL MN
PICO
COSS, LAWRENCE
345 ST. PETER ST.
ST. PAUL MN
V
BOYLE, GREGORY A.
345 ST. PETER ST.
ST. PAUL MN
EV/P
ROBERTS, KENNETH S
345 ST. PETER ST.
ST. PAUL MN
V
HEGSTROM, ROBERT A.
345 ST. PETER ST.
ST. PAUL MN
VS
EVANS, RICHARD G.
345 ST. PETER ST.
ST. PAUL MN

DO NOT WRITE IN THIS SPACE

3. Date of Incorporation or Organization 3a. Current Paid-in Capital
08/11/1980 03/22/1993

4. Federal Tax Identification Number 4. File Number
41-1263905

5. Corporation Status Checked 6. Last Paid-in Capital
\$8.75 AMOUNT PAID-IN
7. Total Paid-in Capital \$8.75
\$5.00 AMOUNT PAID-IN
8. Total Assets \$0.00
\$0.00 Total Liabilities
\$0.00 Total Net Assets

10. Name and Address of New Registered Agent

101

102

103

104

FL 105

Retired -- See Exhibit A for
list of Officers -- See Exhibit B
for list of Directors

TEH 2/22/94

SIGNATURE:

Drew S. Backstrand

Feb. 7, 1994 612-293-4800

Ex A

GREEN TREE FINANCIAL CORPORATION

OFFICERS

NAME	TITLE	ADDRESS
LAWRENCE M. COSS	Chairman, President & Chief Executive Officer	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
JOHN W. BRINK	Executive Vice President, Treasurer & Chief Financial Officer	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
RICHARD G. EVANS	Executive Vice President, Manufactured Housing Division & Secretary	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
ROBERT A. HEGSTROM	Executive Vice President, Home Improvement Division	Green Tree Financial Corporation 332 Minnesota Street, Ste. 600 West Saint Paul, MN 55101
ROBERT D. POTTS	Executive Vice President and Chief Operating Officer	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
JACQUES R. ALLEWAERT	Senior Vice President, Special Products Division	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
GREGORY D. APLIN	Senior Vice President, Manufactured Housing Division	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
GREGORY A. BOYLE	Senior Vice President, Finance and Credit	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
LYLE D. ZELLER	Senior Vice President, Strategic Planning and Operations	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639
DANIEL J. BIALON	Vice President, National Marketing Director	Green Tree Financial Corporation 1300 Landmark Towers Saint Paul, MN 55102-1658
JACK F. BRANDOM	Vice President, Manufactured Housing Division	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
BARBARA J. DIDRIKSON	Vice President, Human Resources	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
ROBLEY D. EVANS	Vice President & Controller	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
SUSAN J. HESSE	Vice President, Business Systems	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
JAMES A. IMSDAHL	Vice President, Loan Servicing	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
JILL M. LAMERE	Vice President, Home Improvement Division	Green Tree Financial Corporation 332 Minnesota Street, Ste. 600 West Saint Paul, MN 55101
RONALD G. PEACE	Vice President, Manufactured Housing Division	Green Tree Financial Corporation 1300 Landmark Towers Saint Paul, MN 55102-1658
BRENT H. PETERSON	Vice President, Home Improvement Division	Green Tree Financial Corporation 1800 Landmark Towers Saint Paul, Minnesota 55102-1664
TEDDY L. WHITE	Vice President, Home Improvement Division	Green Tree Financial Corporation 332 Minnesota Street, Ste. 600 West Saint Paul, MN 55101
TIMOTHY J. BAUER	Vice President	Green Tree Financial Corporation 502 Earth City Expressway Suite 139, P.O. Box 609 Bridgeton, MO 63044-0609
RAYMOND L. BEAN	Vice President	Green Tree Financial Corporation 6400 Upton Blvd. NE, Suite 400-E P.O. Box 40099 Albuquerque, NM 87196-0099
CAROLYN A. BROWNLEY	Vice President	Green Tree Financial Corporation d/b/a Green Tree Acceptance, Inc. 3835 28th Street SE P.O. Box 888347 Grand Rapids, MI 49588-8347

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
THOMAS E. HERRMAN	Vice President	Green Tree Financial Corporation 1855 W. Baseline Road Suite 200 Mesa, AZ 85210-3094
WILLIAM M. JONES	Vice President	Green Tree Financial Corp.-Texas 1600 East Pioneer Parkway Suite 300 Arlington, TX 76010-6586
HUGH M. JORDAN	Vice President	Green Tree Financial Corporation 2011 Delta Boulevard P.O. Drawer 4189 Tallahassee, FL 32315-4189
THOMAS A. MARCIETTI	Vice President	Green Tree Financial Corporation 100 North Phillips, Suite 502 P.O. Box 1465 Sioux Falls, SD 57102-1465
LARRY E. PEACOCK	Vice President	Green Tree Financial Corp.-Louisiana 3232 Sherwood Forest Boulevard Piccadilly Bldg., Suite 225 Baton Rouge, LA 70816-2294
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H. JERRY UNDERDAHL	Vice President	Green Tree Financial Corporation 600 Landmark Towers Saint Paul, MN 55102-1640
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DREW S. BACKSTRAND	Assistant Vice President, Legal	Green Tree Financial Corporation 300 Landmark Towers Saint Paul, MN 55102-1637
GREGORY L. GHESEN	Assistant Vice President and Assistant Controller	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
THOMAS P. HARLANDER	Assistant Vice President, Insurance	Green Tree Financial Corporation 1700 Landmark Towers Saint Paul, MN 55102-1658

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
PATRICIA R. MUNDAHL	Assistant Vice President, Business Systems	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102-1641
KAREN J. BOND	Assistant Corporate Secretary	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102-1639

E 3

GREEN TREE FINANCIAL CORPORATION

DIRECTORS

NAME	TITLE	ADDRESS
LAWRENCE M. COSS	Chairman	President & Chief Executive Officer Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102
RICHARD G. EVANS	Director	Executive Vice President and Secretary Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102
W. MAX MCGEE	Director	Partner Marno-Max Co. P.O. Box 1556 Burnsville, MN 55437
C. THOMAS MAY, JR.	Director	President May Financial Corporation 8333 Douglas Avenue Suite 400 LB-82 Dallas, Texas 75225
ROBERT S. NICKOLOFF	Director	Chairman of the Board Medical Innovation Capital, Inc. 9900 Bren Road East Suite 421 Minnetonka, MN 55343
KENNETH S. ROBERTS	Director	Executive Vice President and Chief Operating Officer Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102

(As of 11/10/92)

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION
ANNUAL REPORT
1995



MINNESOTA DEPARTMENT OF STATE
WALTER R. SCHROEDER
GOVERNOR, MINNESOTA
DIVISION OF CORPORATIONS

REGISTRATION AND STATEMENT
DIVISION OF CORPORATIONS

DOCUMENT # 846203 (8)

GREEN TREE FINANCIAL CORPORATION

1100 LANDMARK TOWERS
345 ST. PETER ST.
ST. PAUL MN 55102-4809

1100 LANDMARK TOWERS
345 ST. PETER ST.
ST. PAUL MN 55102-4809

SEARCHED - INDEXED - SERIALIZED - FILED

20	21	22	23	24
Office Address	2a. Mailing Address			
[25]	[26]	[27]	[28]	[29]

3. Date Incorporated or Organized	3a. Date of Last Rev.
06/11/1980	02/22/1994
4. FEIN#	
41-1263805	
5. Corporation Status Desired	\$8.75 Added to Fee Required
6. Existing Company Financial Trust Fund Contractors	\$5.00 Added to Fee Required
7. This corporation has not yet chosen to do Business Statutes	Added to Fee
8. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324	
	81. Name
	82. Street Address # P.O. Box/ Room # & Apt/Apt#
	83.
	84. City
	FL 85. Zip

11. Director(s), Officer(s) and/or Principal(s) of this corporation. The names and addresses of corporation officers and/or principal(s) of this corporation for the purpose of receiving notices of proceedings against this corporation must be furnished to the corporation's agent of service. If there are less than five (5) officers and/or principals, list all of them. If there are more than five (5) officers and/or principals, list only five (5), then add "et al." to the name of the fifth officer/principal and list the address of the fifth officer/principal.

12	13	14
VTO	ADDRESS/PHONE# FOR CHIEF FINANCIAL OFFICER	
BRINK, JOHN W. 345 ST. PETER ST. ST. PAUL MN	Exec. V.P., Treas. and CFO	Chairman and Chief Executive Officer
PCO		Sr. Vice President
COSS, LAWRENCE 345 ST. PETER ST. ST. PAUL MN		President and Chief Operating Officer
V		Executive V.P. and Secretary
BOYLE, GREGORY A. 345 ST. PETER ST. ST. PAUL MN		
EVC		
POTTS, ROBERT D 1100 LANDMARK TOWERS ST. PAUL MN 55102-1639		
MEGSTROM, ROBERT A 345 ST. PETER ST. ST. PAUL MN		
VS		
EVANS, RICHARD G 345 ST. PETER ST. ST. PAUL MN		

See Exhibits A and B for complete lists

SIGNATURE:

Drew S. Backstlund, V.P. and General Counsel

1/23/95 (612) 293-4800

947269

GREEN TREE FINANCIAL CORPORATION**OFFICERS**

NAME	TITLE	ADDRESS
LAWRENCE M. COSS	Chairman and Chief Executive Officer	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102
ROBERT D. POTTS	President and Chief Operating Officer	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102
JOHN W. BRINK	Executive Vice President, Treasurer & Chief Financial Officer	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102
RICHARD G. EVANS	Executive Vice President and Secretary	Green Tree Financial Corporation 332 Minnesota Street, Suite 600 Saint Paul, MN 55101
GREGORY D. APIJN	Senior Vice President	Green Tree Financial Corporation 332 Minnesota Street, Suite 600 Saint Paul, MN 55101
GREGORY A. BOYLE	Senior Vice President	Green Tree Financial Corporation 800 Landmark Towers Saint Paul, MN 55102
SUSAN J. HESSE	Senior Vice President, Business Systems	Green Tree Financial Corporation 600 Landmark Towers Saint Paul, MN 55102
RONALD G. PEACE	Senior Vice President	Green Tree Financial Corporation 900 Landmark Towers Saint Paul, MN 55102
LYLE D. ZELLER	Senior Vice President, Strategic Planning and Operations	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102
DREW S. BACKSTRAND	Vice President and General Counsel	Green Tree Financial Corporation 300 Landmark Towers Saint Paul, MN 55102
DANIEL J. BIALON	Vice President	Green Tree Financial Corporation 800 Landmark Towers Saint Paul, MN 55102
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BARBARA J. DIDRIKSON	Vice President, Human Resources	Green Tree Financial Corporation 600 Landmark Towers Saint Paul, MN 55102
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JAMES A. IMSDAHL	Vice President, Loan Servicing	Green Tree Financial Corporation 500 Landmark Towers Saint Paul, MN 55102
JILL M. LAMERE	Vice President	Green Tree Financial Corporation 332 Minnesota Street, Suite 600 Saint Paul, MN 55101
ALDEN W. LANGE	Vice President	Green Tree Financial Corporation 1400 Landmark Towers Saint Paul, MN 55101
BRENT H. PETERSON	Vice President	Green Tree Financial Corporation 332 Minnesota Street, Suite 600 Saint Paul, Minnesota 55101
TEDDY L. WHITE	Vice President	Green Tree Financial Corporation 332 Minnesota Street, Suite 600 Saint Paul, MN 55101
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S. KIM ROBERTS	Assistant Vice President	Green Tree Financial Corporation 1000 Landmark Towers Saint Paul, MN 55102
KAREN J. BOND	Assistant Corporate Secretary	Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102

GREEN TREE FINANCIAL CORPORATION**DIRECTORS**

NAME	TITLE	ADDRESS
LAWRENCE M. COSS	Chairman	Chief Executive Officer Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102
RICHARD G. EVANS	Director	Executive Vice President and Secretary Green Tree Financial Corporation 332 Minnesota Street, Suite 600 Saint Paul, MN 55101
W. MAX MCGEE	Director	Partner Marno-Max Co. P.O. Box 1556 Burnsville, MN 55437
TANIA A. MODIC	Director	Principal Western Investments Company P.O. Box 7592 Incline Village, Nevada 89450
ROBERT S. NICKOLOFF	Director	Chairman of the Board Medical Innovation Capital, Inc. 9900 Burn Road East Suite 421 Minnetonka, MN 55343
ROBERT D. POTTS	Director	President and Chief Operating Officer Green Tree Financial Corporation 1100 Landmark Towers Saint Paul, MN 55102

Document Number Only

846203

95 JUL -5 AM 11:10
LIVISION OF CORPORATION

C T CORPORATION SYSTEM			
Requestor's Name 660 East Jefferson Street			
Address Tallahassee, Florida 32301			
City	State	Zip	Phone 904-222-1092
CORPORATION(S) NAME			

2000001533132
-07/10/95-01024--016
*****55.00 *****55.00

95 JUL -5 PH 12: P1
SECRET
TALLAHASSEE FLORIDA
APR 6 G/S

- | | | |
|--|--|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input checked="" type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | | |
| <input type="checkbox"/> Foreign | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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

7-5
3pm

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

File 1st

7/5 2019 Withdrawal

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

FILED
RECEIVED
FLORIDA
DEPARTMENT OF STATE
TALLAHASSEE
JULY 15, 1995
PH 12 21

Green Tree Financial Corporation
(Name of Corporation)

Minnesota
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

1100 Landmark Towers, 345 St. Peter Street
(Mailing Address)

Saint Paul, Minnesota 55102
(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Drew S. Backstrand
Signature

June 29, 1995
Date

Drew S. Backstrand
Typed or printed name

Vice President
Title