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MJH

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FOREIGN LIMITED PARTNERSHIP

BLUE BELL MORTGAGE GROUP, LIMITED PARTNERSHIP

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APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. Blue Bell Mortgage Group, Limited Partnership
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")


3. Pennsylvania 4. June 10, 1999
(State of Formation) (Date of Formation)

5. NRAI Services, Inc.
(Name of Registered Agent for Service of Process)

6. 528 East Park Avenue
(Street Address of Registered Office)

Tallahassee, Florida 32301
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:


Michael Mirrone, Asst. Secretary
(Agent must sign on this line)

8. 830 Penilyn Pike, Blue Bell, PA 19422
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>Blue Bell Funding Corporation</u>	<u>830 Penilyn Pike, Blue Bell, PA 19422</u>

10. 830 Penilyn Pike, Blue Bell, PA 19422
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

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STATE OF FLORIDA
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Blue Bell Funding Corporation, Managing General Partner by its President, Thomas J. Campbell, III
a general partner of Blue Bell Mortgage Group, Limited Partnership, a (an) Pennsylvania
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 250,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 5TH day of AUGUST, 2004.



General Partner of Blue Bell Funding Corporation
Managing General Partner by its President, Thomas J. Campbell, III

STATE OF PENNSYLVANIA
COUNTY OF MONTGOMERY

On this 5TH day of AUGUST, 2004.

Thomas J. Campbell, III personally appeared before me,

who is personally known to me
 whose identity I proved on the basis of _____



(Notary Public Signature)

DEBI L. ORCEL
(Notary's Printed Name)

Seal My Commission Expires: 9/13/04

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