

APR 3-2000 12:50 GUNSTER YOAKLEY F 41 15  
**F0000000/843**

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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**FOREIGN PROFIT QUALIFICATION**

**Bay View Acceptance Corporation**

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# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Bay View Acceptance Corporation  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present)
2. Nevada  
(State or country under the law of which it is incorporated)
3. 94-3292819  
(FEI number, if applicable)
4. September 30, 1997  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 818 Oak Park Road, P.O. Box 4579  
Covina, CA 91723  
(Current mailing address)

FILED  
 SECRETARY OF STATE  
 APR 3 1997  
 PM 2:00

8. Indirect auto financing and all matters incidental thereto  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Valdes-Fauli Corporate Services, Inc.

Office Address: 777 South Flagler Drive, Suite 500 East

West Palm Beach, Florida, 33401  
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent. VALDES-FAULI CORPORATE SERVICES, INC.

BY: Michael V. Mitrione

(Registered agent's signature)

Michael V. Mitrione, Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**Chairman: SEE RIDER

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**President: SEE RIDER

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Robert A. Halachukas

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert A. Halachukas Executive Vice President

(Typed or printed name and capacity of person signing application)

**RIDER**

**DIRECTORS AND OFFICERS OF BAY VIEW ACCEPTANCE CORPORATION**

**DIRECTORS**

Edward H. Sondker  
David A. Heaberlin  
James A. Badame, Jr.  
Douglas J. Wallis  
John N. Buckley

Address of Directors: 1840 Gateway Drive, Third Floor, San Mateo, California 94404

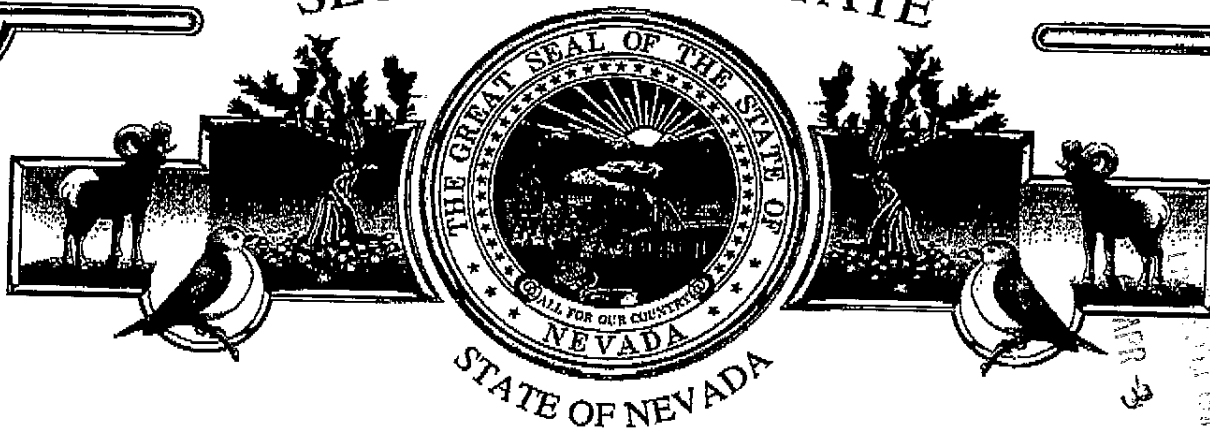
**OFFICERS**

James A. Badame, Jr., President  
John N. Buckley, Executive Vice President  
Ronald L. Reed, Executive Vice President  
Robert A. Halachukas, Executive Vice President  
Joseph J. Catalano, First Vice President, General Counsel and Secretary  
Michael E. Flashner, Vice President  
Michael J. LaOrange, Vice President and Controller

Address of Officers: 1840 Gateway Drive, Third Floor, San Mateo, California 94404

00 APR 03 PM 2:00  
SECRETARY'S STAFF  
MYRON W. HARRINGTON

## SECRETARY OF STATE

CERTIFICATE OF EXISTENCE  
WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **BAY VIEW ACCEPTANCE CORPORATION**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since September 30, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on March 31, 2000.



*Dean Heller*

Secretary of State

By

*[Signature]*  
Certification Clerk