

Document Number

F00000001874

**CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092**

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Corporation(s) Name

First Community Financial Services Inc.

00 APR -5 PM 2:01
SECRETARY OF STATE
DIVISION OF CORPORATIONS

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> LLC	<input type="checkbox"/> Withdrawal	
<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"/> Ch. RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<small>()arts/ameds/mergers () Other-See Above</small>		
<input checked="" type="checkbox"/> Walk in	<input checked="" type="checkbox"/> Pick-up	<input type="checkbox"/> Will Wait

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 APR -5 PM 12:05

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Thank You!

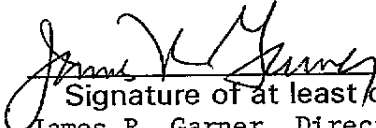
*3/2
4/5*

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned James R. Garner, do hereby certify that this Resolution of the Board of Directors of First Community Financial Services, Inc. corporation duly organized and existing under the laws of the State of California, was duly adopted on March 30, 2000.

Resolved, that First Community Financial Services, Inc. organized and existing in the State of California hereby adopts the name Aristar Mortgage Company for use in Florida.

Dated: April 3, 2000



Signature of at least one director.
James R. Garner, Director
Sr. Vice President, General Counsel
and Secretary

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
00 APR -5 PM 2:07

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

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DIVISION OF CORPORATIONS
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1. First Community Financial Services, Inc.
(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. California 3. 43-0607106
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10-15-41 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 3-1-00
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 8900 Grand Oak Circle
Tampa, FL 33637-1050
(Current mailing address)
8. Lending, Servicing and Collecting Loans under the provisions of the CA Finance Lenders
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) Law

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

Name: C T Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

C T Corporation System

Connie Bryan
(Registered agent's signature)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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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DIVISION OF CORPORATIONS
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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached list of Directors

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached list of Officers

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

14. Beverly Thurston, Assistant Secretary
(Typed or printed name and capacity of person signing application)

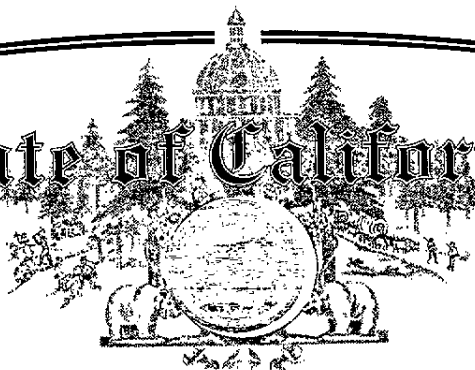
FIRST COMMUNITY FINANCIAL SERVICES, INC.
(California)

OFFICERS		BUSINESS ADDRESS
*HENRY F. SHIGLEY	President	8900 Grand Oak Circle Tampa, FL 33637-1050
*JAMES R. GARNER	Sr. Vice President, Secretary & General Counsel	" "
*GARY E. WHITING	Sr. Vice President & Chief Marketing Officer	" "
PHILIP GOODEVE	Sr. Vice President & Chief Financial Officer	" "
SEAN ROWLES	Sr. Vice President	" "
JOHN J. VARD0	Sr. Vice President	23861 El Toro Road - 5 th Fl. Lake Forest, CA 92630
ANGELA VEKSLER	Sr. Vice President - Chief Information Officer	8900 Grand Oak Circle Tampa, FL 33637-1050
R. ELVIS GODDARD	Sr. Vice President	" "
J. W. POUNDS	Sr. Vice President	" "
ELIZABETH A. WOOD	Sr. Vice President	" "
TIM M. HOEFT	Vice Pres. - Credit Administration	" "
ED ASHURST	Vice President - Special Projects	" "
CRAIG A. STEIN	Vice President & Controller	" "
SAMUEL J. ASBURY	Vice President	1805 Sardis Rd N - Suite 111 Charlotte, NC 28270
MARK J. HADERLIE	Vice President	23861 El Toro Road - 5 th Floor Lake Forest, CA 92630
CATHERINE M. ADAMS	Vice President & Asst. Secretary	8900 Grand Oak Circle Tampa, FL 33637-1050
GLENN L. BELTON	Vice President	" "
A. J. NATTANS	Vice President	" "
JOYCE M. RAIDLE	V. P. & Deputy General Counsel	" "
MATTHEW D. SIMON	Vice President & Asst. Secretary	" "
LISA F. CAFFREY	Vice President	" "
RONALD D. ADAMS	Vice President - Government Affairs	" "
JOHN D. KRAMER	Vice President	" "
HOLLY L. KREST	Vice President	" "
DENIS J. MALONE	Vice President	" "
ROBERT H. MILES	Vice President	1201 3 rd Avenue Seattle, WA 98101
MARY C. DOBSON	Vice President	8900 Grand Oak Circle Tampa, FL 33637-1050
BEVERLY THURSTON	Assistant Secretary	8900 Grand Oak Circle Tampa, FL 33637-1050
RICHELLE M. COLLEY	Assistant Secretary	1805 Sardis Rd N - Suite 111 Charlotte, NC 28270
WILLIAM R. CAMPBELL	Vice President	344 East Foothills Parkway - Suite 4-W-C Ft. Collins, CO 80525
KAREN J. RODRIGUEZ	Assistant Secretary	601 N. Nevada Avenue Colorado Springs, CO 80903

*Directors

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 SECRETARY OF CORPORATION
 00 APR -5 PM 2:07

State of California



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -5 PM 2:07

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 15th day of October, 1941,

FIRST COMMUNITY FINANCIAL SERVICES, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

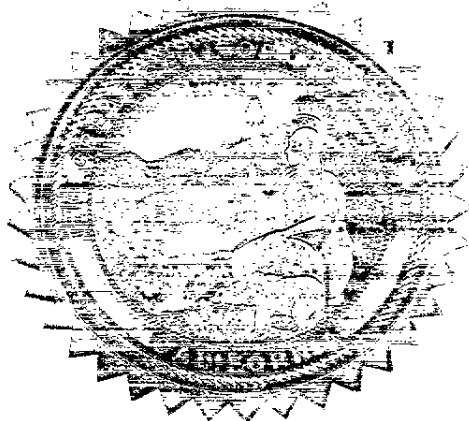
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

March 31, 2000



Bill Jones

Secretary of State