

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. The Mortgage Conduit, 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. Nevada 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/18/00 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon filing
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. The Mortgage Conduit, Inc.
355 N. Sheridan, Suite 117 Corona, CA 92880
(Current mailing address)

8. Mortgage related services
(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: Paracorp Incorporated
Office Address: 236 East 6th Avenue
Tallahassee, Florida, 32303
(Zip code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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FILED

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.
Paracorp Incorporated
See attached
(Registered agent's signature)

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)

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

Chairman: Mike Dunlap
Address: 6801 South 27th Street
Lincoln, NE 68512

Vice Chairman: Ronald Page - Director
~~XXXXXXXX~~
Address: 1801 California Street, Suite 3920
Denver, CO 80202

Director: Stephen Butterfield
Address: 6991 East Camelback Rd.
Scottsdale, AZ 85251

Director: Jeffrey Noordhoek
Address: 1801 California Street, Suite 3920 (effective 06/07/00)
Denver, CO 80202

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

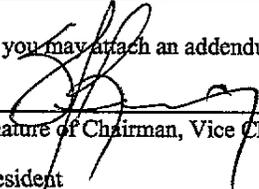
President: Scott Reading
Address: 355 N. Sheridan, Suite 117
Corona, CA 92880

Vice President: Mark Trentmann, SVP Mary Chiappetta, SVP
Address: 355 N. Sheridan, Suite 117 355 N. Sheridan, Suite 117
Corona, CA 92880 Corona, CA 92880

Secretary: Assist. Sec. Anna Branek
Address: 355 N. Sheridan, Suite 117
Corona, CA 92880

Treasurer: Kevin Cloyd, CFO
Address: 355 N. Sheridan, Suite 117
Corona, CA 92880

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Scott Reading, President
(Typed or printed name and capacity of person signing application)

FILED
JUN 13 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is

THE MORTGAGE CONDUIT, INC.

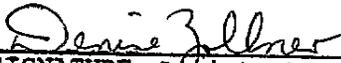
The name and address of the registered agent is

PARACORP INCORPORATED

236 EAST 6TH AVENUE

TALLAHASSEE, FL 32303

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.


SIGNATURE Assistant Secretary

SECRETARY GENERAL
TALLAHASSEE, FLORIDA

00 JUN 13 AM 11:04

FILED

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, **THE MORTGAGE CONDUIT, INC.**, 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 January 18, 2000, and is in good standing in this state.

FILED
JUN 13 AM 11:04
CLERK OF 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 May 31, 2000.



Dean Heller

Secretary of State

By

Laquetina Curry

Certification Clerk