

FOOOOOOO 3496⁶⁻



Joyce A. Dolan
Corporate Paralegal
(904) 281-3646
Mail Stop 3X-JD

June 9, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-06/15/00--01080--005
*****78.75 *****78.75

Gentlemen:

Enclosed, for filing on behalf of HomeSide Solutions, Inc., are the following documents for qualification to do business in the State of Florida as a foreign corporation:

- (1) Application By Foreign Corporation for Authorization to Transact Business in Florida, with acceptance of registered agent affixed thereon;
- (2) Certificate of Good Standing from the State of Delaware; and,
- (3) Check in the amount of \$78.75 to cover the filing fee and charges for certified copy.

Please return the Certificate of Authority to me addressed as follows:

Joyce A. Dolan
Corporate Paralegal
HomeSide Solutions, Inc., Mail Code 3X-JD
7301 Baymeadows Way
Jacksonville, FL 32256

STATE OF FLORIDA
DIVISION OF CORPORATIONS
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Should you require any additional information, please do not hesitate to contact me at (904) 281-3646.

Very truly yours,

Joyce A. Dolan

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Enclosures



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. HomeSide Solutions, 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. Delaware 3. 59-3643444
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 19, 2000 5. Perpetual
(Date of incorporation) (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. 7301 Baymeadows Way
Jacksonville, FL 32256
(Current mailing address)

8. Internet and telephone loan origination business
(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: CT 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.

PETER F. SOUZA
ASSISTANT SECRETARY

(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)

STATE OF FLORIDA
DEPARTMENT OF STATE
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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____ See attached list _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____ See attached list _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

SECRET STATE
TALLAHASSEE FLORIDA
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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. Robert J. Jacobs, Vice President
(Typed or printed name and capacity of person signing application)

HomeSide Solutions, Inc.

Directors

<u>Name</u>	<u>Address</u>
Hugh R. Harris	7301 Baymeadows Way Jacksonville, FL 32256
Joe K. Pickett	7301 Baymeadows Way Jacksonville, FL 32256
Kevin D. Race	7301 Baymeadows Way Jacksonville, FL 32256
Blake K. Wilson	7301 Baymeadows Way Jacksonville, FL 32256

Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
Joe K. Pickett	Chairman	7301 Baymeadows Way Jacksonville, FL 32256
Hugh R. Harris	Chief Executive Officer	7301 Baymeadows Way Jacksonville, FL 32256
Kevin D. Race	President	7301 Baymeadows Way Jacksonville, FL 32256
Debra F. Watkins	Senior Vice President - Administration	7301 Baymeadows Way Jacksonville, FL 32256
Preston James, Jr.	Senior Vice President - Operations	8880 Freedom Crossing Trail Jacksonville, FL 32256
Robert R. Davis	Senior Vice President - Marketing/Business Development	7301 Baymeadows Way Jacksonville, FL 32256
Robert J. Jacobs	Vice President and Secretary	7301 Baymeadows Way Jacksonville, FL 32256

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Thomas A. Hajda

Vice President and
Assistant Secretary

7301 Baymeadows Way
Jacksonville, FL 32256

Janice L. Butler

Vice President

7301 Baymeadows Way
Jacksonville, FL 32256

Joyce A. Dolan

Assistant Secretary

7301 Baymeadows Way
Jacksonville, FL 32256

STOCK MARKET
MAY 15 11:00 AM '00
00 JUN 15 11:00 AM '00
00 JUN 15 11:00 AM '00

Jacksonville, Florida
June 1, 2000

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOMESIDE SOLUTIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF JUNE, A.D. 2000.

SECRETARY OF STATE
DELAWARE

SECRETARY OF STATE
DELAWARE

00 JUN 15 2000

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0487390
DATE: 06-09-00