

Equity One
a Popular, Inc. Company

F00000005723

September 14, 2000

VIA UPS NEXT DAY

State of Florida
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

000003395320--9
-09/15/00--01034--001
*****70.00 *****70.00

**Re: Equity One, Inc.
Application for Authorization to Transact Business in Florida**

Dear Sir or Madam:

I am enclosing herewith an original and one (1) copy of the above-referenced company's completed Application by Foreign Corporation for Authorization to Transact Business in Florida, along with a copy of an authenticated Certificate of Existence from the State of Delaware, the corporation's state of domicile.

I am also enclosing herewith our company's check made payable to "Florida Department of State" in the amount of \$70.00, in payment of the applicable filing fee.

Should you have any questions, please do not hesitate to contact me at (856) 396-2600, ext 3156 or via email at pwodack@equityone.com. Thank you for your cooperation and assistance.

Very truly yours,



Patrick J. Wodack
Compliance Administrator

Enclosures
cc: Kimberly Dunbar (w/o enclosures)

FILED
00 OCT 12 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FL 32304

SL



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 21, 2000

PATRICK J. WODACK
EQUITY ONE, INC.
400 LIPPINCOTT DR
MARLTON, NJ 08053

SUBJECT: EQUITY ONE, INC.
Ref. Number: W00000023088

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for EQUITY ONE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 300A00049855

ASSISTANT SECRETARY'S CERTIFICATE

I, Kimberly Dunbar, as Assistant Secretary of the Board of Directors of Equity One, Inc., a corporation organized under the laws of the State of Delaware, (the "Corporation") hereby certify that at a meeting of the Board of Directors to be held on the 23rd day of October 2000, the following resolution will be confirmed and ratified as an authorized and valid act taken on behalf of the Corporation.

RESOLVED, that Equity One, Inc., organized and existing in the State of Delaware, hereby adopts the name Equity One Financial Services Company for use in the states of Florida and Indiana for all purposes; and further resolved that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the states of Florida and Indiana under the name Equity One Financial Services Company; and resolved further that all activities and business of the corporation within the states of Florida and Indiana shall be carried out under the name Equity One Financial Services Company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation in Marlton, New Jersey, this 3rd day of October, 2000.



Kimberly Dunbar, Assistant Secretary

Subscribed to before me by Kimberly Dunbar, as Assistant Secretary of the Board of Directors of Equity One, Inc., and who is personally known to me. In Marlton, New Jersey, this 3rd day of October, 2000.


Notary Public

My Commission Expires

MICHELE LEONETTI
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 9/22/2004

FILED
00 OCT 12 PM 1:51
TALLAHASSEE, FLORIDA

**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. Equity One, Inc., doing business in Florida as EQUITY ONE FINANCIAL SERVICES COMPANY
(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. 36-3618185
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 22, 1988 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification and no later than December 1, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 400 Lippincott Drive, Marlton, NJ 08053
(Current mailing address)

8. Consumer Loans and such other business as the company may be authorized to conduct in the state of Florida
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

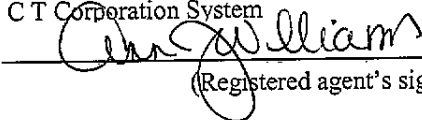
Plantation, Florida, 33324
(Zip code)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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


(Registered agent's signature)

ANN J. WILLIAMS
Assistant 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)

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: _____

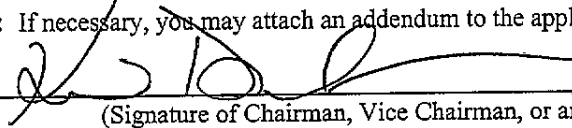
Address: _____

Treasurer: _____

Address: _____

FILED
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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

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. Kimberly Dunbar, Assistant Vice President and Assistant Secretary
(Typed or printed name and capacity of person signing application)

OFFICER LIST

NAME DATE OF BIRTH SS #	TITLE	RESIDENCE ADDRESS	BUSINESS ADDRESS	TELEPHONE NUMBER	OWNERSHIP INTEREST
Cameron E. Williams 10/26/46 216-44-1250	Director, President & CEO	68 Borton's Rd. Evesham, NJ 08053	400 Lippincott Dr. Marlton, NJ 08053	(856) 396-2600	0%
James H. Jenkins 10/09/63 158-64-8522	Senior Vice President & CFO	11 Lowbridge Passage Medford, NJ 08055	400 Lippincott Dr. Marlton, NJ 08053	(856) 396-2600	0%
John N. Martella 02/19/47 181-42-1087	Executive Vice President	4 Splitrail Lane Medford, NJ 08055	400 Lippincott Dr. Marlton, NJ 08053	(856) 396-2600	0%
Gregory Fisher 05/22/58 180-52-0629	Executive Vice President	552 Long Acre Lane Yardley, PA 19067	400 Lippincott Dr. Marlton, NJ 08053	(856) 396-2600	0%
H. Burton Embry 11/06/54 314-58-0841	Senior Vice President	80 Hearthstone Lane Marlton, NJ 08053	400 Lippincott Dr. Marlton, NJ 08053	(856) 396-2600	0%
Kimberly Dunbar 03/17/69 138-60-4508	Assistant Vice President & Assistant Secretary	6304 Normandy Dr. Mt. Laurel, NJ 08054	400 Lippincott Dr. Marlton, NJ 08053	(856) 396-2600	0%

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 "EQUITY ONE, 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 THIRTY-FIRST DAY OF AUGUST, A.D. 2000.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 0651810

2182148 8300

001438266

DATE: 08-31-00