

CT CORPORATION SYSTEM

F0000000006490

454 Norwest Midland
Bank Building
Minneapolis, MN 55401
Tel. 612 333 4315
Fax 612 333 2524

November 8, 2000

MJH

Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Fla. 32399

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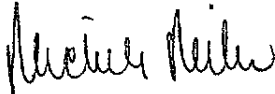
RE: LANDMARK MANUFACTURED HOUSING, INC.
Order #: 2425995

Dear Sir or Madam:

Enclosed for filing on behalf of the above company in your state are qualification papers.
Please forward the usual evidence of filing to my attention.

If you have any questions, please call using our toll-free number 800-626-1773.

Sincerely,



Michele Miller
Customer Specialist

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 14 PM 12:31

**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. Landmark Manufactured Housing, 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. Minneosta 3. 41-1986670
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/26/00 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 300 Landmark Towers, 345 St. Peter Street, St. Paul, MN 55102
(Principal office address)
300 Landmark Towers, 345 St. Peter Street, St. Paul, MN 55102
(Current mailing address)

8. Set up dealer lots to sell manufactured homes
(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
(City) (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.

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(Registered agent's signature)

Jonathan Miles-Assst. Secy.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 14 PM 12:31

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Keith A. Anderson

Address: 1100 Landmark Towers, 345 St. Peter Street
St. Paul, MN 55102

Director: Joel H. Gottesman

Address: 1100 Landmark Towers, 345 St. Peter Street
St. Paul, MN 55102

B. OFFICERS

President: Joel H. Gottesman

Address: 1100 Landmark Towers, 345 St. Peter Street
St. Paul, MN 55102

Vice President: Keith A. Anderson

Address: 1100 Landmark Towers, 345 St. Peter Street
St. Paul, MN 55102

Secretary: Brian F. Corey


Address: 1100 Landmark Towers, 345 St. Peter Street, St. Paul, MN 55102

Treasurer: Phyllis A Knight

Address: 11825 N. Pennsylvania Street, Carmel, IN 46032

See attached for additional officers

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. Brian F. Corey, Senior Vice President & Secretary
(Typed or printed name and capacity of person signing application)

LANDMARK MANUFACTURED HOUSING, INC.

DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
KEITH A. ANDERSON	Director	1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
JOEL H. GOTTESMAN	Director	1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
JOEL H. GOTTESMAN	President	1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
BRIAN F. COREY	Senior Vice President and Secretary	1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
PHYLLIS A. KNIGHT	Senior Vice President and Treasurer	11825 N. Pennsylvania Street Carmel, IN 46032
WILLIAM T. DEVANNEY, JR.	Senior Vice President, Corporate Taxes and Assistant Secretary	11825 N. Pennsylvania Street Carmel, IN 46032
KEITH A. ANDERSON	Senior Vice President and Chief Accounting Officer	1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
SCOTT T. YOUNG	Senior Vice President	1700 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
CARMEN J. COYLE	Vice President	3500 Yankee Drive Suite 400 Eagan, MN 55121
BOBBIE K. EULER	Vice President	3500 Yankee Drive Suite 400 Eagan, MN 55121
WANDA J. LAMB-LINDOW	Assistant Secretary	300 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102

SOLE STOCKHOLDER

Conseco Finance Servicing Corp.
1100 Landmark Towers, 345 St. Peter Street
Saint Paul, Minnesota 55102

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

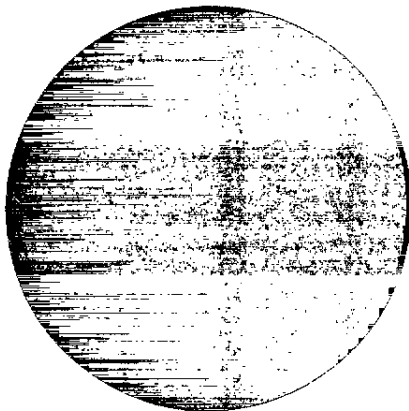
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Landmark Manufactured Housing, Inc.

Date Formed: 10/26/2000

Chapter Governed By: 302A

This certificate has been issued on 11/09/00.



Mary Kiffmeyer
Secretary of State.