



THE UNITED STATES
CORPORATION
COMPANY

F01000001652

ACCOUNT NO. : 072100000032

REFERENCE : 087528 4338458

AUTHORIZATION :

Patricia Piziti

COST LIMIT : \$ 70.00

FILED
01 MAR 27 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 22, 2001

ORDER TIME : 9:15 AM

ORDER NO. : 087528-025

CUSTOMER NO: 4338458

600003911696--1

CUSTOMER: Ms. Cherryl Kirby
Ocwen Financial Corporation
The Forum
1675 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401

FOREIGN FILINGS

NAME: NHP AFFORDABLE HOUSING
CORPORATION AZ2

file 1st

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry -- EXT# 1157

EXAMINER: _____

RECEIVED
01 MAR 27 AM 9:53
DIVISION OF CONFIGURATION

BK 3/27

**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

01
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TALLAHASSEE, FLORIDA

1. NHP Affordable Housing Corporation AZ2
(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. 65-0945138
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/15/99 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. 1675 Palm Beach Lakes Blvd., Suite 1002, West Palm Beach, FL 33401
(Principal office address)
1675 Palm Beach Lakes Blvd., Suite 1002, West Palm Beach, FL 33401
(Current mailing address)
- General Partner to a Limited Partnership
8. _____
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(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.

Corporation Service Company

Deborah D. Skipper

(Registered agent's signature)

Deborah D. Skipper
Asst. 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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: William C. Erbey

Address: 1675 Palm Beach Lakes Blvd.

West Palm Beach, FL 33401

Vice Chairman: _____

Address: _____

Director: William C. Erbey

Address: 1675 Palm Beach Lakes Blvd.

West Palm Beach, FL 33401

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: John R. Barnes

Address: 1675 Palm Beach Lakes Blvd.

West Palm Beach, FL 33401

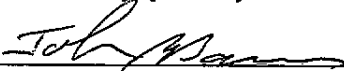
Secretary: John R. Erbey

Address: 1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

Treasurer: _____

Address: _____

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. John R. Barnes, Senior Vice President

(Typed or printed name and capacity of person signing application)

FILED
MAR 27
10:24
TALLAHASSEE
STATE
FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NHP AFFORDABLE HOUSING CORPORATION AZ2" 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 TWENTY-SIXTH DAY OF MARCH, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
01 MAR 27 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3070610 8300

AUTHENTICATION: 1043599

010145930

DATE: 03-26-01