

CT CORPORATION SYSTEM

F010000004023

CORPORATION(S) NAME

ABN AMRO Mortgage Corporation

FILED
01 JUL 31 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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|----------------------------------------------|-------------------------------------------------|---------------------------------------------|
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| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
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| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
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| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Call If Problem | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | <input type="checkbox"/> Will Wait | |

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DIVISION OF CORPORATION

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

7/31/01

Order#: 4694267

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Ref#: *****70.00 *****70.00

Amount: \$

BK

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615


**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. ABN AMRO Mortgage Corporation
(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. 36-3886007
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 5, 1991 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. 135 South LaSalle Street, Ste. 925, Chicago, Illinois 60603
(Principal office address)
135 South LaSalle Street, Ste. 925, Chicago, Illinois 60603
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.
(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
(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.


(Registered agent's signature)

Francis P. Regan
Assistant 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: _____ SEE ATTACHEMENT A _____
Address: _____

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: _____ SEE ATTACHMENT A _____
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

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. _____
Kirk P. Flores, Secretary
(Typed or printed name and capacity of person signing application)

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

ATTACHMENT A

12. Names and business addresses of directors for ABN AMRO Mortgage Corporation:

Fred Fechheimer	Director	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Stewart Fleming	Director	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
F. Scott Kellman	Director	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Joseph Krul	Director	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Stanley Rhodes	Director	135 S. LaSalle St., Ste. 925, Chicago, IL 60603

Names and business addresses for officers of ABN AMRO Mortgage Corporation:

Joseph Krul	Chairman of the Board & President	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Michael Maher	Chief Financial Officer	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Clayton J. Tribble, Jr.	Treasurer	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Kirk P. Flores	Secretary	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Timothy D. Kaiser	Assistant Secretary	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Stewart Fleming	Senior Vice President	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Frederick A. Bartel	Vice President & Asst. Treasurer	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Stanley Rhodes	Vice President	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Martin Eisenberg	Vice President	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Daniel Fischer	Vice President	135 S. LaSalle St., Ste. 925, Chicago, IL 60603
Maria Fregosi	Vice President & Securities and Exchange Commission Compliance Officer	135 S. LaSalle St., Ste. 925, Chicago, IL 60603

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

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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.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1268919

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DATE: 07-30-01

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Tel. 850 222 1092
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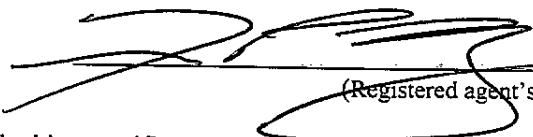
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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHEMENT A
Address: _____

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: SEE ATTACHMENT A
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

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

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(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2270185 8300

AUTHENTICATION: 1268919

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DATE: 07-30-01