

CT CORPORATION SYSTEM

CORPORATION(S) NAME

F02000002195

AECTS Lending Corporation

FILED
02 MAY -3 PM 1:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

5

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <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 |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopies | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

RECEIVED
02 MAY -3 AM 11:08
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

5/3/02

Order#: 5307632

BK

Ref#: K.F.

500005450355-7

Amount: \$ -05/03/02-01063-020
*****70.00 *****70.00

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

FILED
MAR-3 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. AEGIS Lending 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

(State or country under the law of which it is incorporated)

3. 77-0589884

(FEI number, if applicable)

4. 04/23/2002

(Date of incorporation)

5. Perpetual

(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. 11111 Wilcrest Green, Ste. 250, Houston, TX 77042

(Principal office address)

same

(Current mailing address)

8. Mortgage Lending

(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

(City)

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.

C T Corporation System

By: _____

Jennifer J. McBurnett
(Registered agent's signature)

Jennifer J. McBurnett
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.

FILED
02 MAY -3 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

SEE ATTACHMENT

President: John D'Angelo

Address: 11111 Wilcrest Green, Ste. 250

Houston, TX 77042

Vice President: Stuart D. Marvin

Address: 11111 Wilcrest Green, Ste. 250

Houston, TX 77042

Secretary: Michael C. Balog

Address: 11111 Wilcrest Green, Ste. 250 Houston, TX 77042

Treasurer: Stuart D. Marvin

Address: 11111 Wilcrest Green, Ste. 250 Houston, TX 77042

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

13. Michael C. Balog
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael C. Balog, EVP, Secretary

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

Attachment to Florida
Application By Foreign Corporation for Authorization to Transact Business In Florida
Officers & Directors

FILED
MAY - 3 PM 1:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. Full Name: John D'Angelo
Officer/Director: Officer, Director
Officer's Title: President
Business Address: 11111 Wilcrest Green, Ste. 250
City: Houston
State: TX
ZIP Code: 77042
2. Full Name: Stuart D. Marvin
Officer/Director: Officer, Director
Officer's Title: EVP / Treasurer
Business Address: 11111 Wilcrest Green, Ste. 250
City: Houston
State: TX
ZIP Code: 77042
3. Full Name: Michael C. Balog
Officer/Director: Officer
Officer's Title: EVP / Secretary
Business Address: 11111 Wilcrest Green, Ste. 250
City: Houston
State: TX
ZIP Code: 77042
4. Full Name: D. Richard Thompson
Officer/Director: Director
Business Address: 11111 Wilcrest Green, Ste. 250
City: Houston
State: TX
ZIP Code: 77042

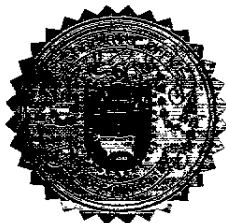
Delaware

The First State

FILED
02 MAY -3 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AEGIS LENDING CORPORATION" 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 THIRTIETH DAY OF APRIL, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3506289 8300

AUTHENTICATION: 1750704

020274648

DATE: 04-30-02