

F02000005677

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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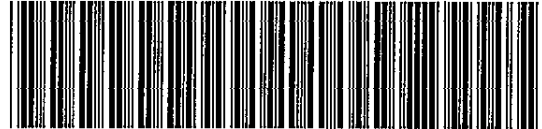
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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11/13/02 *[Signature]*

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Foreign

1.) eConduit Corporation
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

**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. eConduit 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. California

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

3. 48-1282845

(FEI number, if applicable)

4. 9/23/2002

(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. 17701 Cowan, Irvine, Ca 92614

(Principal office address)

Compliance Department, New Century Mortgage Corporation, 18400 Von Karman, Suite 1000

Irvine, Ca 92612 (Current mailing address)

8. Consumer Debt Collection Agency and Risk Management/Risk Management Solutions th
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) Consumer Finance Ind

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Paracorp Incorporated

Office Address: 236 East 6th Avenue

Tallahassee

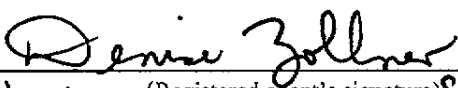
(City)

, Florida 32303

(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.


Assistant (Registered agent's signature) Secretary for Paracorp

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 Please see attached schedule.

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS Please see attached schedule.

President: _____

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. Marc Loewenthal, President

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

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LIST OF DIRECTORS

eConduit Corporation
17701 COWAN
IRVINE, CA 92614
(949) 477-7015

Director & Business Address
Marc Loewenthal 17701 Cowan Irvine, CA 92614 (949) 794-8491
Jeff Lermieux 17701 Cowan Irvine, CA 92614 (949) 477-7015
Robert K. Cole AKA Bob Cole 18400 Von Karman Ave, #1000 Irvine, CA 92612 (949) 440-7030
Bradley Alexander Morrice AKA Brad Morrice 18400 Von Karman Ave, #1000 Irvine, CA 92612 (949) 440-7030
Edward Floyd Gotschall AKA Ed Gotschall 18400 Von Karman Ave, #1000 Irvine, CA 92612 (949) 440-7030
Patrick Haley Rank 18400 Von Karman, Suite 1000 Irvine, CA 92602 (949) 224-5709
Gary Busacca The Phoenix Companies 51 JFK Parkway, 1 ST Floor West Short Hills, NJ 07078 (973) 218-2488

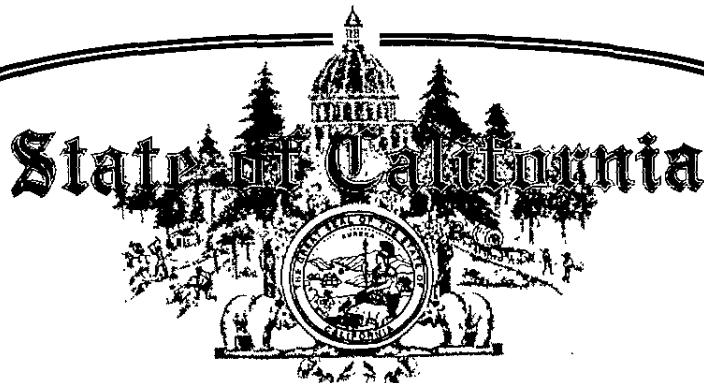
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LIST OF OFFICERS

eConduit Corporation
17701 Cowan
Irvine, Ca 92614
(949) 477-7015

Officer & Business Address	Title
Marc Loewenthal 17701 Cowan Irvine, CA 92614 (949) 794-8491	President
Jeff Lemieux 17701 Cowan Irvine, CA 92614 (949) 477-7015	Executive Vice President Chief Operating Officer Chief Financial Officer
James Brown AKA Buzz Brown 17701 Cowan Irvine, CA 92614 To Be Determined	Executive Vice President
David Logsdon 17701 Cowan Irvine, CA 92614 To Be Determined	Senior Vice President
Melissa Dant 18400 Von Karman, Suite 1000 Irvine, CA 92612 (949) 225-7817	Vice President Secretary
Kimberly Hill 18400 Von Karman, Suite 1000 Irvine, CA 92612 (949) 224-5727	Assistant Secretary

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**SECRETARY OF STATE
CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **23rd day of September, 2002, ECONDUIT CORPORATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

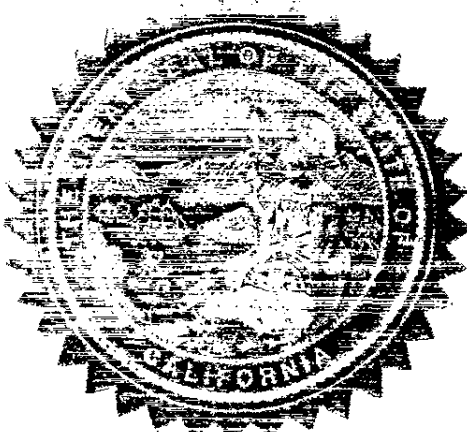
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of November 1, 2002.



Bill Jones
BILL JONES
Secretary of State

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