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SUNSHINE STATE
TALLAHASSEE, FLORIDA

BK



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 122150 7205655

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 87.50

03 JUN 13 PM 12:30
FILED
TALLAHASSEE, FLORIDA

ORDER DATE : June 6, 2003

ORDER TIME : 10:54 AM

ORDER NO. : 122150-005

CUSTOMER NO: 7205655

CUSTOMER: Ms. Renee Sanchez
Impac Funding, Inc.
1401 Dove Street

Newport Beach, CA 92660

FOREIGN FILINGS

NAME: IMPAC MULTIFAMILY CAPITAL CORPORATION

XXXX QUALIFICATION (TYPE: CQ)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

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. Tempco Multifamily Capital Corporation (EMCC)
(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 3. 75-307-0090
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 26, 2002 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing
(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. 1401 Dove St., #100, Newport Beach, CA 92660
(Principal office address)

1401 Dove St., #100, Newport Beach, CA 92660
(Current mailing address)

8. Multifamily 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: 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

(Registered agent's signature)

Deborah D. Skipper

Deborah D. Skipper
Asst. V. Pres.

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.

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FLORIDA

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

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

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. RON MORRISON, Secretary
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Officers of Impac Multifamily Capital Corporation

- | | | |
|----|---|---|
| 1. | William S. Ashmore
Chairman & CEO/Director | 1401 Dove Street, #100
Newport Beach, CA 92660 |
| 2. | Richard J. Johnson
Chief Financial Officer/Director | 1401 Dove Street, #100
Newport Beach, CA 92660 |
| 3. | Ronald M. Morrison
Secretary, General Counsel | 1401 Dove Street, #100
Newport Beach, CA 92660 |
| 4. | Bill Endresen
President & Chief Operating Officer/Director | 1401 Dove Street, #100
Newport Beach, CA 92660 |
| 5. | Rick Davenport
Executive Vice President | 1401 Dove Street, #100
Newport Beach, CA 92660 |

STOCKHOLDERS

Impac Mortgage Holding, Inc. 100% of financial interest due to ownership

PARENT COMPANY

Impac Mortgage Holding, Inc.
1401 Dove Street, #100
Newport Beach, CA 92660
800/742-0062

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 TALLAHASSEE, FLORIDA
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 OFFICERS & DIRECTORS
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William Scott Ashmore

<u>DATES OF EMPLOYMENT</u>	<u>NAME OF EMPLOYER</u>	<u>TYPE OF BUSINESS & TITLE</u>
1995 to Present	Impac Funding Corporation 1401 Dove Street, #100 Newport Beach, CA 92660	Mortgage Co., President
1987 - 1995	Imperial Credit Industries, Inc. 20371 Irvine Avenue Santa Ana Heights, CA 92707	Mortgage Co., EVP & Secondary Marketing Director
1985 - 1987	Century National Mortgage 1301 Dove Street Newport Beach, CA 92660	Mortgage Co., President CEO

Richard James Johnson

<u>DATES OF EMPLOYMENT</u>	<u>NAME OF EMPLOYER</u>	<u>TYPE OF BUSINESS & TITLE</u>
1995 to Present	Impac Funding Corporation 1401 Dove Street, #100 Newport Beach, CA 92660	Mortgage Co., EVP & CFO, Treasurer
1989 - 1995	Imperial Credit Industries, Inc. 20371 Irvine Avenue Santa Ana Heights, CA 92707	Mortgage Co., SVP & CFO
1988 - 1989	Bayhill Services Corp. Santa Ana, CA	VP & CFO
1987 - 1988	Merrill, Lynch, Huntoon, Paige, Inc. Tustin, CA	VP, Finance
1986 - 1987	Kenneth Leventhal & Co. No address available	Senior Accountant
1985 - 1986	Phelps Dodbe Phoenix, AZ	Staff Accountant

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Ronald Martin Morrison

<u>DATES OF EMPLOYMENT</u>	<u>NAME OF EMPLOYER</u>	<u>TYPE OF BUSINESS & TITLE</u>
1998 to Present	Impac Funding Corporation 1401 Dove Street, #100 Newport Beach, CA 92660	Mortgage Co., Secretary & General Counsel
1978 to 1998	Morrison & Smith	Attorneys at Law, Partner

Bill Endresen

<u>DATES OF EMPLOYMENT</u>	<u>NAME OF EMPLOYER</u>	<u>TYPE OF BUSINESS & TITLE</u>
04/02- Present	IMPAC Multifamily Capital Corp.	President, Multifamily Lending
10/99 to 03/02	Fidelity Federal Bank, FSB (bank sold)	SVP & Managing Director Major Loan Division
12/96 to 08/99	IMPAC Commercial Capital Corp. (company sold)	President, Com & Multifamily Lending
09/95 to 11/96	American Capital Resource	Partner, Condo Conversion Financing
01/92 to 08/95	Self employed-consulting	

Rick Davenport

<u>DATES OF EMPLOYMENT</u>	<u>NAME OF EMPLOYER</u>	<u>TYPE OF BUSINESS & TITLE</u>
04/02- Present	IMPAC Multifamily Capital Corp. 1401 Dove Street, #100 Newport Beach, CA 92660	Multifamily Lending Executive Vice President
10/99 to 03/02	Fidelity Federal Bank, FSB (bank sold)	Major Loan Division SVP

Rick Davenport

12/96 to 08/99	IMPAC Commercial Capital Corp. (company sold)	SR. Vice President, Com & Multifamily Lending
05/95 to 11/96	Ameriquest Mortgage (recruited by IMPAC)	Orange County Loan Production Mgr.
01/92 to 04/95	Independence One Bank (bank sold)	Vice President, Mgr. RE Loan Division

William Scott Ashmore

<u>DATES IN RESIDENCE</u>	<u>ADDRESS</u>	<u>CITY, STATE & ZIP CODE</u>
1996 – Present	8 Fern Canyon	Laguna Niguel, CA 92677
1991- 1995	28 Westcliff	Laguna Niguel, CA 92677
1988 – 1991	25351 Spindewood	Laguna Niguel, CA 92677

Richard James Johnson

<u>DATES IN RESIDENCE</u>	<u>ADDRESS</u>	<u>CITY, STATE & ZIP CODE</u>
7/98 – Present	4 South View	Cota de Casa, CA 92679
1989 – 7/98	217-D Rochester St.	Costa Mesa, CA 92627

Ronald Martin Morrison

<u>DATES IN RESIDENCE</u>	<u>ADDRESS</u>	<u>CITY, STATE & ZIP CODE</u>
1978 - Present	14501 Heights Drive	Tustin, CA 92780

Bill Endresen

<u>DATES IN RESIDENCE</u>	<u>ADDRESS</u>	<u>CITY, STATE & ZIP CODE</u>
1990- Present	16925 Mariah Court	Yorba Linda, CA 92886

Rick Davenport

DATES IN RESIDENCE

1985- current

ADDRESS

3 Singingwood

CITY, STATE & ZIP CODE

Irvine, CA 92614

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ALLAHAMBLE, FLORIDA

State of California

SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

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STATE
TALLAHASSEE, FLORIDA

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the **26th day of June, 2002**, **IMPAC MULTIFAMILY CAPITAL CORPORATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; 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 June 9, 2003.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

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