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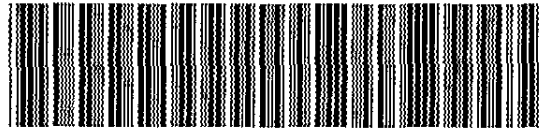
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 205929 149391A
AUTHORIZATION : *Patricia Pignatelli*
COST LIMIT : \$ 70.00

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TALLAHASSEE, FLORIDA
SERIES 11

ORDER DATE : August 14, 2003
ORDER TIME : 9:43 AM
ORDER NO. : 205929-005
CUSTOMER NO: 149391A
CUSTOMER: Ms. Stacy S. Small
Blank, Meenan & Smith, P.A.
204 South Monroe Street
Tallahassee, FL 32301

FOREIGN FILINGS

NAME: BALBOA WARRANTY SERVICES
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 1149

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. Balboa Warranty Services 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. Vermont 3. 75-3043960
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 5, 2002 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. 3349 Michelson Drive, Suite 200, Irvine, CA 92612-8893
(Principal office address)
3349 Michelson Drive, Suite 200, Irvine, CA 92612-8893
(Current mailing address)
8. Sale of extended service contracts covering tangible and real property.
(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)

Vivian Smith

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 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. M. Kevin Habash
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. M. Kevin Habash, Vice President
(Typed or printed name and capacity of person signing application)

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INTERNAL SECURITY - FLORIDA

OFFICERS/DIRECTORS RIDER
Balboa Warranty Services Corporation
As of July 31, 2003

List of Officers

NAME	TITLE	BUS. ADDR.
Andrew Gissinger, III	President	c/o Balboa Warranty Services 3349 Michelson Dr., Ste. 200 Irvine, CA 92612-8893
Franklin Thomas Dunn	Secretary	c/o Balboa Warranty Services 3349 Michelson Dr., Ste. 200 Irvine, CA 92612-8893
Thomas Matthew Scrivener	Treasurer	c/o Balboa Warranty Services 3349 Michelson Dr., Ste. 200 Irvine, CA 92612-8893
John Frederick Meadows	Senior Vice President	c/o Balboa Warranty Services 3349 Michelson Dr., Ste. 200 Irvine, CA 92612-8893
Franklin Thomas Dunn	Senior Vice President	c/o Balboa Warranty Services 3349 Michelson Dr., Ste. 200 Irvine, CA 92612-8893
M. Kevin Habash	Vice President	c/o Balboa Warranty Services 3349 Michelson Dr., Ste. 200 Irvine, CA 92612-8893

List of Directors

NAME	TERM	BUS. ADDR.
Carlos Manuel Garcia		c/o Balboa Warranty Services 3349 Michelson Dr., Ste. 200 Irvine, CA 92612-8893
Andrew Gissinger, III		c/o Balboa Warranty Services 3349 Michelson Dr., Ste. 200 Irvine, CA 92612-8893
Marshall McKinnon Gates		c/o Balboa Warranty Services 3349 Michelson Dr., Ste. 200 Irvine, CA 92612-8893

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TALLAHASSEE, FLORIDA

STATE OF VERMONT
OFFICE OF SECRETARY OF STATE

Certificate of Good Standing

*I, Deborah L. Markowitz, Secretary of State of the State of Vermont, do hereby certify that
according to the records of this office*

BALBOA WARRANTY SERVICES CORPORATION

a corporation formed under the laws of the State of Vermont

was filed for record in this office on April 5, 2002.

*I further certify that the corporation has perpetual duration, that its most recent annual
report is on file, and that articles of dissolution have not been filed.*

August 19, 2003

*Given under my hand and the seal
of the State of Vermont, at
Montpelier, the State Capital*

Deborah L. Markowitz

*Deborah L. Markowitz
Secretary of State*

