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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 267594 4338094

AUTHORIZATION : *Patricia Pignato*

COST LIMIT : \$ 70.00

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TALLAHASSEE, FLORIDA

ORDER DATE : October 3, 2003

ORDER TIME : 10:10 AM

ORDER NO. : 267594-005

CUSTOMER NO: 4338094

CUSTOMER: Penelope Parenteau, Legal Asst
Modrall, Sperling, Roehl,
Suite 201
123 E. Marcy
Santa Fe, NM 87505

FOREIGN FILINGS

NAME: THORNBURG MORTGAGE ADVISORY
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

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. THORNBURG MORTGAGE ADVISORY CORPORATION
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 85-0380521
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 22, 1989 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. 150 Washington Avenue, Santa Fe, New Mexico 87501
(Principal office address)

150 Washington Avenue, Santa Fe, New Mexico 87501
(Current mailing address)

to engage in any lawful act or activity for which a corporation may now or hereafter be organized under the General Corporation Law of the State of Delaware as set forth
8. in Title 8 of the Delaware Code, including but not limited to, financial services
(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
[Signature]
(Registered agent's signature)

Gregory A. Pappas, Assistant Vice President

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:

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A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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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. Dawn B Fischer
(Signature of Director or Officer listed in number 12 of the application)

14. Dawn B. Fischer, Secretary
(Typed or printed name and capacity of person signing application)

THORNBURG MORTGAGE ADVISORY CORPORATION

Officers and Directors

OFFICERS

BUSINESS ADDRESS

President

Garrett Thornburg

150 Washington Avenue, Santa Fe, New Mexico 87501

Vice President

Larry A. Goldstone

150 Washington Avenue, Santa Fe, New Mexico 87501

Brian J. McMahon

119 East Marcy Street, Santa Fe, New Mexico 87501

Steven J. Bohlin

119 East Marcy Street, Santa Fe, New Mexico 87501

Secretary

Dawn B. Fischer

119 East Marcy Street, Santa Fe, New Mexico 87501

Treasurer

Garrett Thornburg

150 Washington Avenue, Santa Fe, New Mexico 85701

DIRECTOR

BUSINESS ADDRESS

Garrett Thornburg

150 Washington Avenue, Santa Fe, New Mexico 87501

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SANTA FE, NEW MEXICO

Delaware

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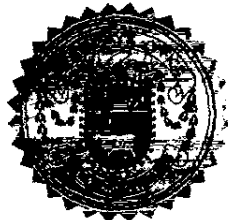
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THORNBURG MORTGAGE ADVISORY 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 THIRD DAY OF OCTOBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THORNBURG MORTGAGE ADVISORY CORPORATION" WAS INCORPORATED ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1989.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2217164 8300

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AUTHENTICATION: 2670772

DATE: 10-03-03