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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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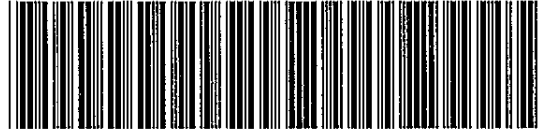
(Business Entity Name)

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2004 MAR 15 PM 12:41

J. BRYAN MAR 16 2004



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 492390 7155110
AUTHORIZATION : *Patricia Figueroa*
COST LIMIT : \$ 70.00

ORDER DATE : March 12, 2004

ORDER TIME : 11:43 AM

ORDER NO. : 492390-035

CUSTOMER NO: 7155110

CUSTOMER: Karen Curry
Cendant Corporation
1 Campus Drive

Parsippany, NJ 07054

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2004 MAR 15 AM 8:08
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: THE NRT FOUNDATION, INC.

XXXX QUALIFICATION (TYPE: NP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER: _____

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN,
THE STATE OF FLORIDA:*

1. The NRT Foundation, Inc.

(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. DE

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

3. 20-0755090

(FEI number, if applicable)

4. 3/4/04

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing

(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 339 Jefferson Road, Parsippany, NJ 07054

(Principal office address)

Same

(Current mailing address)

8. See attached purpose clause

(Purpose(s) of corporation authorized in home state or country to be carried out in the 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

(City)


Florida 32301

(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)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached listing

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

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. _____

Joseph J. Huber
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph J. Huber, Vice President and Treasurer

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

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TALLAHASSEE, FLORIDA

Directors / Officers Report

As of 03/08/2004

The NRT Foundation, Inc.

Directors

Kevin R. Greene

Director

Primary Address: 339 Jefferson Road
Parsippany, NJ 07054

Kenneth D. Hoffert

Director

Primary Address: 339 Jefferson Road
Parsippany, NJ 07054

Joseph J. Huber

Director

Primary Address: 1 Campus Drive
Parsippany, NJ 07054

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Officers

Kevin R. Greene

President

Primary Address: 339 Jefferson Road
Parsippany, NJ 07054

Kenneth D. Hoffert

Vice President and Secretary

Primary Address: 339 Jefferson Road
Parsippany, NJ 07054

Joseph J. Huber

Vice President and Treasurer

Primary Address: 1 Campus Drive
Parsippany, NJ 07054

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UNION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The NRT Foundation, Inc.

Purpose Description

The purposes of The NRT Foundation, Inc. are (a) to operate exclusively for charitable, educational, religious, scientific and literary purposes within the meaning of Sections 170(c)(2)(B) and 501(c) (3) of the Internal Revenue Code of 1986, as amended, and (b) to engage in any and all lawful acts or activities in furtherance of the foregoing purposes, except as may be prohibited by law.

Delaware

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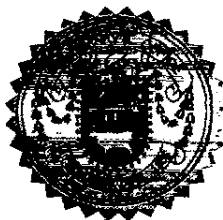
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE NRT FOUNDATION, INC." 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 TWELFTH DAY OF MARCH, A.D. 2004.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE NRT FOUNDATION, INC." WAS INCORPORATED ON THE FOURTH DAY OF MARCH, A.D. 2004.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 2985856

DATE: 03-12-04