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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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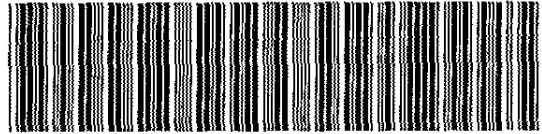
(Business Entity Name)

(Document Number)

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RECEIVED
04 MAY -4 PM 1:05
DIVISION OF CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 604747 5124206
AUTHORIZATION : *Patricia Pigut*
COST LIMIT : \$ 70.00

FILED
04 MAY -4 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 30, 2004

ORDER TIME : 11:37 AM

ORDER NO. : 604747-005

CUSTOMER NO: 5124206

CUSTOMER: Joan Olds
Washington Mutual Bank
1201 Third Avenue, Wmt 1706
Washington Mutual Tower
Seattle, WA 98101

FOREIGN FILINGS

NAME: HMP PROPERTIES, INC.

XXXX QUALIFICATION (TYPE: CO)

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 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.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. HMP Properties, Inc.

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

HMP PROPERTIES OF ORLANDO, INC.

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

2. Utah

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

3. 93-0986959

(FEI number, if applicable)

4. 10/27/1988

(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. 9200 Oakdale Avenue, Chatsworth, CA 91311

(Principal office address)

1201 3rd Ave., WMT1706, Seattle, WA 98101

(Current mailing address)

8. REO Property Holding Company

(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

(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

Deborah D. Skipper
(Registered agent's signature)

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.

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. Joan I. Olds

(Signature of Director or Officer listed in number 12 of the application)

14. Joan I. Olds, Assistant Secretary

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

Corporation Name:

HMP Properties, Inc.
dba HMP Properties of Florida, Inc.

Attachment To Application By Foreign Corporation
For Authorization to Transact Business In Florida

Section 12. A. DIRECTORS:

Catharine E. Killien
1201 3rd Ave., WMT1706
Seattle, WA 98101

David G. Murphy
1111 3rd Ave., EET2931
Seattle, WA 98101

Edward S. Robertson
1301 5th Ave., RBB1310
Seattle, WA 98101

Don L. Rigsbee
First Vice President
535 Anton Blvd., Ste. 700
Costa Mesa, CA 92626

Robert K. Stump
First Vice President
1301 5th Ave., RBB1204
Seattle, WA 98101

Tony Randle Barnett
Vice President
6301 E. Campus Circle Dr., Ste. 110
Irving, TX 75063

Section 12. B. OFFICERS:

David G. Murphy
President
1111 3RD Ave., EET2931
Seattle, WA 98101

Catharine E. Killien
Senior Vice President
1201 3rd Ave., WMT1706
Seattle, WA 98101

Robert H. Miles
Senior Vice President
1201 3rd Ave., WMT1501
Seattle, WA 98101

Stuart Miles
Senior Vice President
555 Dividend Dr.
Coppell, TX 75019

Kyle B. Beaty
First Vice President
555 Dividend Dr.
Coppell, TX 75019

Michelle L. Coe
First Vice President
999 3rd Ave., FIS1520
Seattle, WA 98104

Leslie J. Flynn
First Vice President
3200 SW Freeway, Ste. 1707
Houston, TX 77027

Steven M. Caroulis
Vice President
535 Anton Blvd., Ste. 700
Costa Mesa, CA 92626

Oscar E. Einkauf III
Vice President
555 Dividend Dr.
Coppell, TX 75019

Peter G. Fadum
Vice President
400 E. Main, 3rd Flr.
Stockton, CA 95290

William W. Finzer
Vice President
1301 5th Ave., RBB1204
Seattle, WA 98101

Brian Gainer
Vice President
555 Dividend Dr.
Coppell, TX 75019

Ann C. Greulich
Vice President
400 E. Main, 3rd Flr.
Stockton, CA 95290

Joseph Guarnieri
Vice President
EAB Plaza-E. Tower, 13th Flr.
Uniondale, NY 11556

Corporation Name:

HMP Properties, Inc.
dba HMP Properties of Florida, Inc.

Attachment To Application By Foreign Corporation
For Authorization to Transact Business In Florida (Cont.)

Officers (Cont.):

Laurie K. Hanson
Vice President
999 3rd Ave., FIS1520
Seattle, WA 98104

Alain R. Huet
Vice President
3200 SW Freeway, Ste. 1707
Houston, TX 77027

Jack Jacob
Vice President
535 Anton Blvd., Ste. 700
Costa Mesa, CA 92626

Janet L. Johnson
Vice President
400 E. Main, 3rd Flr.
Stockton, CA 95290

Kathy R. Jones
Vice President
555 Dividend Dr., 3545BOTX
Coppell, TX 75019

Gordon A. Kovacs
Vice President
3200 SW Freeway, Ste. 1707
Houston, TX 77027

David E. McDermott
Vice President
535 Anton Blvd., Ste. 700
Costa Mesa, CA 92626

Catherine A. Miller
Vice President
535 Anton Blvd., Ste. 700
Costa Mesa, CA 92626

Bruce Nishimura
Vice President
1301 5th Ave., RBB1204
Seattle, WA 98101

Robert Parker
Vice President
555 Dividend Dr., 3545BOTX
Coppell, TX 75019

Robert J. Pliszka
Vice President
3200 SW Freeway, Ste. 1707
Houston, TX 77027

Michael J. Smith
Vice President
535 Anton Blvd., Ste. 700
Costa Mesa, CA 92626

Kathryn E. Specht
Vice President
535 Anton Blvd., Ste. 700
Costa Mesa, CA 92626

Mark St. Pierre
Vice President
400 E. Main, 3rd Flr.
Stockton, CA 95390

Alan Wallace
Vice President
555 Dividend Dr., 3545BOTX
Coppell, TX 75019

Richard E. Rudeloff
Assistant Vice President
3200 SW Freeway, 14th Flr.
Houston, TX 77027

Martha T. Davies
Secretary, Assistant Treasurer
555 Dividend Dr., 3545BOTX
Coppell, TX 75019

Linda D. O'Brien
Assistant Secretary
1201 3rd Ave., WMT1706
Seattle, WA 98101

Joan I. Olds
Assistant Secretary
1201 3rd Ave., WMT1706
Seattle, WA 98101

Brett J. Atkinson
Treasurer
1301 5th Ave., RBB1330
Seattle, WA 98101



**Utah Department of Commerce
Division of Corporations & Commercial Code**

160 East 300 South, 2nd Floor, PO Box 146705
Salt Lake City, UT 84114-6705
Service Center: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web Site: <http://www.commerce.utah.gov>

04/30/2004
1015068-014204302004-349685

CERTIFICATE OF EXISTENCE

Registration Number:	1015068-0142
Business Name:	HMP PROPERTIES, INC.
Registered Date:	October 27, 1988
Entity Type:	Corporation
Current Status:	Good Standing

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah. The Division also certifies that this entity has paid all fees and penalties owed to this state; its most recent annual report has been filed by the Division; and, that Articles of Dissolution have not been filed.



Kathy Berg
Director
Division of Corporations and Commercial Code