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FOREIGN PROFIT QUALIFICATION

HMB Acceptance Corp.

Certificate of Status	0
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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. HMB Acceptance Corp.
(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. applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 5, 2004 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. 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319
(Principal office address)

2002 Summit Boulevard, Suite 100, Atlanta, GA 30319
(Current mailing address)

To engage in any lawful act or activity for which corporations my be organized to do business under the laws of Florida.
8. (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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(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. 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.

By: Shelley Savage
(Registered agent's signature)

Shelley Savage
Vice President

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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: Patrick S. Flood

Address: 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Vice Chairman: _____

Address: _____

Director: Kevin Race

Address: 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Director: Edgar D. Jannotta, Jr.

Address: 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

SEE ATTACHMENT

B. OFFICERS

President: Kevin Race

Address: 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Vice President: Charles W. McGuire

Address: 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Secretary: Charles W. McGuire

Address: 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

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

14. _____

Charles W. McGuire, Secretary

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

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List of Directors for HMB Acceptance Corp.

Directors

Daniel L. Timm 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Kenneth D. Rardin 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Glenn T. Austin, Jr. 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

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Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HMB ACCEPTANCE CORP." 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 MAY, A.D. 2004.

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

3799188 8300

040345518



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3105492

DATE: 05-12-04