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Division of Corporations

CT CORPORATION

P.01/04
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Florida Department of State
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DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

Sallie Mae Home Loans, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

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TALLAHASSEE, FLORIDA

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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. Sallie Mae Home Loans, Inc.

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

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

2. Michigan

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

3. 38-3040067

(FEI number, if applicable)

4. February 27, 1992

(Date of incorporation)

5. Perpetual

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

6. Upon filing

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 42400 Nine Mile Road, Novi, MI 48375

(Principal office address)

42400 Nine Mile Road, Novi, MI 48375

(Current mailing address)

8. To provide first and second lien residential loans.

(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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.

By: Claudia L. Saari

CT Corporation System

(Registered agent's signature)

Claudia L. Saari
Asst. Secretary

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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SECRETARY OF STATE

A. DIRECTORSChairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: Raymond J. MatteucciAddress: 3000 E. Lincoln Dr., Ste. FMarlton, NJ 08053Director: N/A

Address: _____

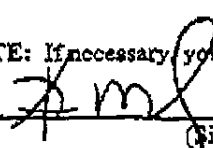
B. OFFICERSPresident: Brian R. BrizardAddress: 42400 Nine Mile RoadNovi, MI 48375

Vice President: _____

Address: _____

Secretary: Kris P. MurphyAddress: 42400 Nine Mile Road, Novi, MI 48375Treasurer: Brian R. BrizardAddress: 42400 Nine Mile Road, Novi, MI 48375

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

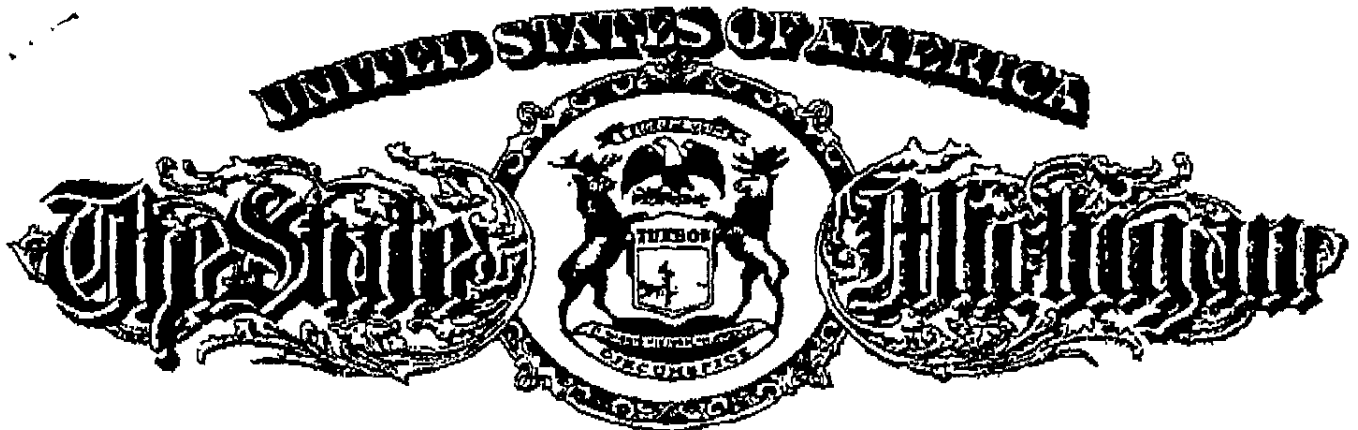
13. 

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

14. Kris P. Murphy, Secretary

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

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Lansing, Michigan

This is to Certify That

SALLIE MAE HOME LOANS, INC.

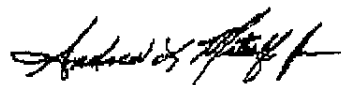
was validly incorporated on February 27, 1992, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

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TALLAHASSEE, FLORIDA
STATE

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 29th day of October, 2004.

 , Director

Bureau of Commercial Services

GOLD SEAL APPEARS ONLY ON ORIGINAL

TOTAL P.04