

**F05000001331**

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(City/State/Zip/Phone #)

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Certificates of Status

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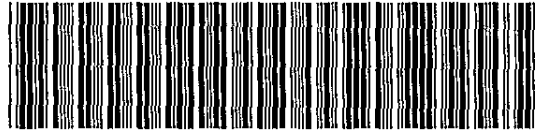
Special Instructions to Filing Officer:

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W05-8384



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**MJH**

FILED  
05 MAR -3 PM 12:31  
FBI - CLEVELAND

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** HMB Funding Corp. III  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mr. Kevin D. Ashburn  
(Name of Person)

HMB Funding Corp. III  
(Firm/Company)

2002 Summit Boulevard, Suite 100  
(Address)

Atlanta, GA 30319  
(City/State and Zip code)

For further information concerning this matter, please call:

Kevin D. Ashburn at ( 404 ) 303-4321  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

February 17, 2005

MR. KEVIN D. ASHBURN  
HMB FUNDING CORP. III  
2002 SUMMIT BOULEVARD, SUITE 100  
ATLANTA, GA 30319

SUBJECT: HMB FUNDING CORP. III  
Ref. Number: W05000008384

We have received your document for HMB FUNDING CORP. III and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 005A00011394

**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 Funding Corp. III

(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

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

3. 20-2300901

(FEI number, if applicable)

4. February 4, 2005

(Date of incorporation)

5. Perpetual

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

6. NA

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

7. 2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

(Principal office address)

2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

(Current mailing address)

8. To purchase and/or make mortgage loans to hold, sell, securitize, assign, and pledge as financial assets.

(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.*

CT Corporation System

(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 business addresses of officers and/or directors:

FILED  
05 MAR -3 PM 12:31  
TALLAHASSEE, FLORIDA

**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

**B. OFFICERS - See attachment for complete listing**

President: Kevin D. Race

Address: 2002 Summit Boulevard, Suite 100

Atlanta, GA 30319

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Secretary: Charles W. McGuire

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

Treasurer: James L. Krakau

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

**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)

**Item #12 (Names and Business Addresses of Officers and Directors) of  
the Application by Foreign Corporation for Authorization to Transact  
Business in the State of Florida**

Kevin D. Race -- President, Chief Operating Officer and Chief Financial Officer  
2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Debra F. Watkins -- Executive Vice President  
2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Charles W. McGuire -- Executive Vice President, General Counsel and Secretary  
2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

J. Michael Barber -- Senior Vice President and CAO  
2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

John Kubiak -- Senior Vice President and Chief Information Officer  
2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Maureen Bolton -- Senior Vice President  
2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Pamela J. Detrow -- Senior Vice President and Assistant Secretary  
2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

Alana L. Griffin -- Senior Vice President and Assistant Secretary  
2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

James L. Krakau -- Treasurer  
2002 Summit Boulevard, Suite 100, Atlanta, GA 30319

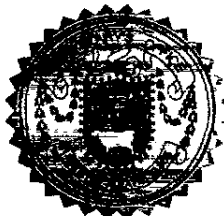
# Delaware

PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HMB FUNDING CORP. III." 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 TWENTY-FOURTH DAY OF FEBRUARY, A.D. 2005.

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



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050156287

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3704338

DATE: 02-24-05