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2005 MAY -6 PM 2:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Way-43329
J. BRYAN NOV 29 2004

J BRYAN MAY - 6 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PrimeLending, A PlainsCapital Company
(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:

Patricia C Fowler

(Name of Person)

PrimeLending, a PlainsCapital Company

(Firm/Company)

18111 Preston Road Ste900

(Address)

Dallas Texas 75252

(City/State and Zip code)

For further information concerning this matter, please call:

Patricia Fowler (972) 248-7866 ext 1034

(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

November 29, 2004

PATRICIA C FOWLER
PRIMELANDING, A PLAINSCAPITAL COMPANY
18111 PRESTON ROAD STE. 900
DALLAS, TX 75252

SUBJECT: PRIMELENDING A PLAINSCAPITAL COMPANY
Ref. Number: W04000043329

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for PRIMELENDING A PLAINSCAPITAL COMPANY and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 504A00066878



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 13, 2004

PATRICIA C FOWLER
PRIMELANDING, A PLAINSCAPITAL COMPANY
18111 PRESTON ROAD STE. 900
DALLAS, TX 75252

SUBJECT: PRIMELENDING A PLAINSCAPITAL COMPANY
Ref. Number: W04000043329

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

You failed to make the correction(s) requested in our previous letter.

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.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 004A00069458

A. DIRECTORS

Chairman: _____
Address: _____

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

See attached

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DUNN & CO. CORPORATIONS
TALLAHASSEE, FLORIDA

B. OFFICERS

President: _____
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

See attached

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

13. *[Signature]*
(Signature of Director or Officer listed in number 12 of the application)

14. LAURIE NUTGRASS, Sr. Vice President
(Typed or printed name and capacity of person signing application)

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DIRECTOR OF CORPORATIONS
TALLAHASSEE, FLORIDA

Board of Directors
Of
PrimeLending, a PlainsCapital Company

Alan White
Roseanna McGill
Laurie Nutgrass, Secretary
Lance Logan
Scott Eggen
John Owens
Paul Parkinson
George McCleskey
Jeff Isom
Jerry Schaffner
James Huffines
Kevin Wisel
Brian Heflin

**Officers of PrimeLending, a PlainsCapital Company
Located at the Corporate Office**

**Roseanna McGill President
Laurie Nutgrass Sr Vice President
Scott Eggen Sr Vice President
James Iley Regional Vice President
Lance Logan Sr Vice President
Sharon Prewitt Vice President
Pat Fowler Vice President
Dawn Robinson Vice President
David White Vice President
Angie Carmack Vice President
Jenny Bishop Vice President
Bill Burke Vice President
Kim Bateman, Asst. Vice President**

**Officers of PrimeLending, a Plains Capital Company
Located at the Branch Level**

**Jody Nyquist, Vice President
Louis Sedita, Vice President**

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2005 MAY -6 PM 2:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA**

**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. PrimeLending, a PlainsCapital Company
(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. Texas 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 7/86 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 18111 Preston Road Ste 900 Dallas TX 75252
(Principal office address)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

same as above
(Current mailing address)

8. mortgage lending
(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)

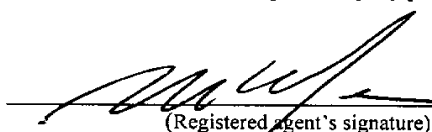
Name: CT Corporation System

Office Address: 1200 S Pine Island

Plantation Florida, 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. 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.


(Registered agent's signature)

Michael E. Jones
Assistant 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:

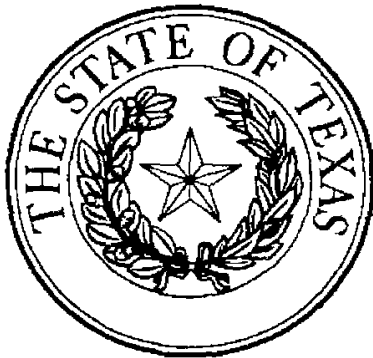


Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that on September 23, 2003, PRIME LENDING, INC., a Domestic Business Corporation (Filing # 100321500), changed its name to PrimeLending, a PlainsCapital Company.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on May 05, 2005.



A handwritten signature in cursive script that reads "Roger Williams".

Roger Williams
Secretary of State

Phone: (512) 463-5555
Prepared by: SOS-WEB

Come visit us on the internet at <http://www.sos.state.tx.us/>
Fax: (512) 463-5709

TTY: 7-1-1
Document: 89763440004

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TALLAHASSEE, FLORIDA