

F05000004638

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

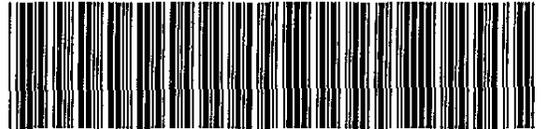
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12/15/05

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Mason McDuffie Mortgage Corporation
(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:

David Wales
(Name of Person)

Mason McDuffie Mortgage Corporation
(Firm/Company)

2000 Crow Canyon Place, Suite 400
(Address)

San Ramon, CA 94583-1367
(City/State and Zip code)

For further information concerning this matter, please call:

David Wales at (925) 242-4450
(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

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. Mason McDuffie Mortgage Corporation
(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. California 3. 20-2693054
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 10, 2005 5. Perpetual.
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 2000 Crow Canyon Place, Suite 400, San Ramon, CA 94583-1367
(Principal office address)
2000 Crow Canyon Place, Suite 400, San Ramon, CA 94583-1367
(Current mailing address)

8. Mortgage Brokerage and Mortgage Banking.
(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: Registered Agents Legal Services, Inc.
Office Address: 1333 North Duval Street
Tallahassee, Florida 32303
(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.

Denise Fowler, DENISE FOWLER
(Registered agent's signature) Registered Agents Legal Services, Inc

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:

05 APR - 9 PM 2:11

A. DIRECTORS

Chairman: Herbert B. Tasker

Address: 2000 Crow Canyon Place, Suite 400
San Ramon, CA 94583-1367

Vice Chairman: (No Vice Chairman).

Address: _____

Director: Paul H. Schulz

Address: 2864 E Hwy 86
Castle Rock, CO 80104

Director: Peter G. Hills

Address: 2000 Crow Canyon Place, Suite 400
San Ramon, CA 94583-1367

B. OFFICERS

President: Herbert B. Tasker

Address: 2000 Crow Canyon Place, Suite 400
San Ramon, CA 94583-1367

Vice President: Paul H. Schulz

Address: 2864 E Hwy 86
Castle Rock, CO 80104

Secretary: Marilyn J. Richardson

Address: San Ramon, CA 94583-1367, San Ramon, CA 94583-1367

Treasurer: Peter G. Hills

Address: San Ramon, CA 94583-1367, San Ramon, CA 94583-1367

SEE ATTACHMENT 12 FOR ADDITIONAL OFFICERS AND DIRECTORS.

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. Marilyn J. Richardson
(Typed or printed name and capacity of person signing application)



Attachment 12

Additional Officer and Directors

A. Directors

<u>Name</u>	<u>Business Address</u>
Marilyn J. Richardson	2000 Crow Canyon Place, Suite 400 San Ramon, CA 94583-1367
Brian T. Linchey	2000 Crow Canyon Place, Suite 400 San Ramon, CA 94583-1367

B. Officers

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Brian T. Linchey	Vice President	2000 Crow Canyon Place, Suite 400 San Ramon, CA 94583-1367

Attachment to APPLICATION BY FOREIGN
CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

State of California
Secretary of State

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **10TH day of JANUARY, 2005, MASON MCDUFFIE MORTGAGE CORPORATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of **July 12, 2005**.



A handwritten signature in black ink, appearing to read "Bruce McPherson".

BRUCE McPHERSON
Secretary of State