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From: Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850)222-1173
Fax Number : (850)224-1640

0173.41706

FOREIGN PROFIT QUALIFICATION

SHEA MORTGAGE INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
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TALLAHASSEE, FLORIDA

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Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 30, 2005

CORPDIRECT AGENTS, INC.

PLEASE GIVE ORIGINAL SUBMISSION
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SUBJECT: SHEA MORTGAGE INC.
REF: W05000040725

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

In section 12 B of your application, the addresses are incomplete.

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

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Lee Rivers
Document Specialist

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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. Shea Mortgage Inc.
(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. 95-4523866
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 5, 1995 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. 26840 Aliso Viejo Parkway, Suite 150, Aliso Viejo CA
(Principal office address)
155 Inverness Drive West, #100 Englewood, CO 80112
(Current mailing address)

8. Mortgage Lender
(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: NRAI Services, Inc.

Office Address: 2731 Executive Park Drive, Suite 4
Weston, Florida 33331
(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)

Louie Tamantini, Vice-President

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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A. DIRECTORSChairman: Director: John P. SheaAddress: 655 Brea Canyon RoadWalnut, CA 91789Vice Chairman: Director: Edmund H. SheaAddress: 655 Brea Canyon RoadWalnut, CA 91789Director: Peter C. SheaAddress: 655 Brea Canyon RoadWalnut, CA 91789Director: James G. ShonstereAddress: 655 Brea Canyon RoadWalnut, CA 91789

(Please see attached list for remaining directors)

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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)
N. Scott Podock

14. _____

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

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B. OFFICERS

President: Joel VanKvickhen

Address: 26840 Aliso Viejo Parkway, Suite 150

Aliso Viejo, CA 92656

Senior Vice President: Scott Pooock

Address: 155 Inverness Drive West #100

Englewood, CO 80112

Executive Vice President: John C. Morrissey

Address: 655 Brea Canyon Road

Walnut, CA 91789

Executive Vice President: Peter O. Shea, Jr.

Address: 655 Brea Canyon Road

Walnut, CA 91789

Senior Vice President: Kathy Thomas

Address: 8800 N. Gaines Center Drive, Suite 353

Scottsdale, AZ 85258

Vice President-Finance: Tammy White

Address: 26840 Aliso Viejo Parkway, Suite 150

Aliso Viejo, CA 92656

Senior Vice President: Stephen Wilkinson

Address: 9990 Mesa Rim Road

San Diego, CA 92121

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Vice President: Charlene D. Bates

Address: 603 S. Valencia, Suite 110

PO Box 1509, Brea, CA 92823

Vice President: Max B. Johnson

Address: 655 Brea Canyon Road

Walnut, CA 91789

Vice President: Ronald L. Lekey

Address: 655 Brea Canyon Road

Walnut, CA 91789

Vice President: Brenda Smith

Address: 8800 N. Gainey Center Drive, Suite 355

Scottsdale, AZ 85258

Vice President & Treasurer: Robert R. O'dell

Address: 655 Brea Canyon Road

Walnut, CA 91789

Vice President: Joanna Dougherty-Stone

Address: 3436 Torington Way Suite 103

Charlotte, NC 28277

Vice President: Roberta Andrews

Address: 9990 Mesa Rim Road

San Diego, CA 92121

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Vice President: Pete Gouvia

Address: 9990 Mesa Rim Road

San Diego, CA 92121

Vice President: Claire Morris

Address: 8800 N. Gainey Center Drive, Suite 355

Scottsdale, AZ 85258

Vice President: Paul E. Mosley

Address: 655 Brea Canyon Road

Walnut, CA 91789

Vice President: Rina Pace

Address: 9135 South Ridgeline Blvd., Suite 120

Highlands Ranch, Co 80129

Vice President: Andrew T. Roundtree

Address: 655 Brea Canyon Road

Walnut, CA 91789

Vice President: Tawnya Schwartz

Address: 2580 Shea Center Drive

Livermore, CA 94550

Vice President: Roberta (Bert) F. Selva

Address: 655 Brea Canyon Road

Walnut, CA 91789

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TALLAHASSEE, FLORIDA

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Vice President: Pam Westerman-Hackett

Address: 8800 N. Gainey Center Drive, Suite 355

Scottsdale, AZ 85258

Vice President: Barbara Seaman

Address: 9990 Mesa Rim Road

San Diego, CA 92121

Assistant Vice President: Lisa Clyde

Address: 26840 Aliso Viejo Parkway, Suite 150

Aliso Viejo, CA 92656

Assistant Vice President: Cheri Griebel

Address: 8800 N. Gainey Center Drive, Suite 355

Scottsdale, AZ 85258

Assistant Vice President: Deborah Priebe

Address: 871 Coronado Center Drive, Suite 200

Henderson, NV 89052

Secretary: James G. Shontare

Address: 655 Brea Canyon Road

Walnut, CA 91789

Assistant Secretary: Kristine Hubbard

Address: 26840 Aliso Viejo Parkway, Suite 150

Aliso Viejo, CA 92656

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Assistant Secretary: Vera Hunter

Address: 9990 Mesa Rim Road

San Diego, CA 92121

Assistant Secretary: William J. Pisetsky

Address: 603 S. Valencia, Suite 110

PO Box 1509, Brea, CA 92823

Assistant Secretary: Darlene Reynolds

Address: 603 S. Valencia, Suite 110

PO Box 1509, Brea, CA 92823

Assistant Secretary: Betty Ward

Address: 3436 Torington Way Suite 103

Charlotte, NC 28277

Assistant Secretary: Vonda Davis

Address: 9135 South Ridgewood Blvd., Suite 120

Highlands Ranch, Co 80129

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SheaMortgage

Caring since 1881

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Names and Business Addresses of Shea Mortgage Inc Directors

DIRECTORS

• **John F. Shea, Director**

Business Address:

J.F. Shea Company Inc.
655 Brea Canyon Road
Walnut, CA 91789

• **Edmund H. Shea Jr., Director**

Business Address:

J.F. Shea Company Inc.
655 Brea Canyon Road
Walnut, CA 91789

• **Peter O. Shea, Director**

Business Address:

J.F. Shea Company Inc.
655 Brea Canyon Road
Walnut, CA 91789

• **James G. Shonters, Director**

Business Address:

J.F. Shea Company Inc.
655 Brea Canyon Road
Walnut, CA 91789

Peter O. Shea, Jr., Director

Business Address:

J.F. Shea Company Inc.
655 Brea Canyon Road
Walnut, CA 91789

John C. Morrissey, Director

Business Address:

J.F. Shea Company Inc.
655 Brea Canyon Road
Walnut, CA 91789

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**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 3rd day of April, 1995, SHEA MORTGAGE INC. became
incorporated under the laws of the State of California by filing its Articles of
Incorporation in this office; 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
August 26, 2005.

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TALLAHASSEE, FLORIDA
STATE
SECRETARY OF STATE



BRUCE McPHERSON
Secretary of State

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