

F 07000004401

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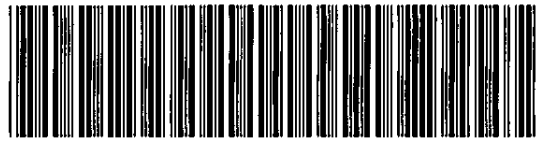
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TALLAHASSEE, FLORIDA

Affidavit Chang. 07

C. Gouffette DEC 04 2007



One Mauchly • Irvine, CA 92618
Direct 949.465.8567 Fax 949.454.7456 Direct Fax 949.465.8567

November 30, 2007

Attn: Cheryl
Florida Department of State
Division of Corporations
P.O. BOX 6327
Tallahassee, FL 32314

RECEIVED
2007 DEC -4 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**RE: Real Estate Disposition Corporation
Document No. F0700004401**

Dear Cheryl,

Enclosed please find the Written Consent of Directors appointing Cindy A. Dady as a Vice President – Broker Operations (FL). As we explained, the Division of Real Estate is requiring us to add this officer to the state filing with your department before we can complete the licensing process for our corporate real estate broker license. As also explained, the Amendment form on your website does not permit us to add any officers to the filing and, because we just recently filed our Application by Foreign Corporation for Authorization to Transact Business in Florida, we are unable to complete an annual filing.

I enclose our check in the total sum of \$52.50 for the filing, a Certificate of Status and the Certified Copy fee. I am also enclosing, for your convenience, a Fed Ex return label and envelope so that you may return the documents to me.

If you have any questions, comments, or concerns, please do not hesitate to contact me at our toll free number 800-499-6199 ext. 8567. Best wishes for a happy and healthy holiday season.

Very truly yours,

REAL ESTATE DISPOSITION CORPORATION

MARY CLAIRE QUELLA
Vice President
Associate General Counsel

MCQ\

Enclosure(s) – Check
-Written Consent
-Fed Ex Return Envelope and label

**WRITTEN CONSENT OF
DIRECTORS OF**

**REAL ESTATE DISPOSITION CORPORATION
A California Corporation**

IN LIEU OF SPECIAL MEETING

The undersigned, being the duly elected and acting directors of REAL ESTATE DISPOSITION CORPORATION, a California corporation, do hereby adopt the following resolution by unanimous written consent as permitted by Article III, Section 13 of the By-Laws of the Corporation:

WHEREAS, the Board of Directors has determined that in the best interests of the Company, it is beneficial and appropriate to establish the office of Vice President – Broker Operations for each state in which the Company elects to conduct business; therefore it is

RESOLVED, that the following individual is appointed as an officer of the Company on the terms so agreed in his or her respective agreement with the Company and in the capacity so specified, and, further, is authorized and instructed to execute all documents, and to take all actions deemed necessary, in order to carry out and perform their duties in accordance with such agreement and in the capacity so specified:

Vice President - Broker Operations (Florida) – Cindy A. Dady

Dated: September 22, 2007



Jeffrey P. Frieden, Director



Robert Friedman, Director

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AND
FILED
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TALLAHASSEE, FLORIDA