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Apr 21 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F93000001641 (0)

1. Corporation Name

TEMPLE-INLAND MORTGAGE CORPORATION

Principal Place of Business

1300 S. MOPAC EXPRESSWAY
AUSTIN TX 78746

Mailing Address

303 S TEMPLE DR
DIBOLL TX 75941-2419
US



3. Date Incorporated or Qualified

04/02/1993

3a. Date of Last Report

04/29/1996

4. FEI Number

74-1878850

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	CBCE	☐ DELETE
NAME	JASTROW, KENNETH M II	
STREET ADDRESS	1300 S. MOPAC EXPRESSWAY	
CITY - ST - ZIP	AUSTIN TX 78746	
TITLE	EVPT	☐ DELETE
NAME	FARR, JOE H	
STREET ADDRESS	1300 S MOPAC EXPRESSWAY	
CITY - ST - ZIP	AUSTIN TX 78746	
TITLE	EVP	☐ DELETE
NAME	LOPER, JOE W IV	
STREET ADDRESS	1300 S MOPAC EXPRESSWAY	
CITY - ST - ZIP	AUSTIN TX 78746	
TITLE	EVP	☐ DELETE
NAME	CARSON, CLAY	
STREET ADDRESS	1300 S MOPAC EXPRESSWAY	
CITY - ST - ZIP	AUSTIN TX 78746	
TITLE	AS	☐ DELETE
NAME	ADAMSON, GRANT F	
STREET ADDRESS	303 S TEMPLE DR.	
CITY - ST - ZIP	LUFKIN TX 75941	
TITLE	EVP	☒ DELETE
NAME	DILDY, MARILYN	
STREET ADDRESS	1300 S. MOPAC EXPRESSWAY	
CITY - ST - ZIP	AUSTIN TX 78746	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	☐ Change ☐ Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	☐ Change ☐ Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
3.1 TITLE	☐ Change ☐ Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY - ST - ZIP	
4.1 TITLE	☐ Change ☐ Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
5.1 TITLE	☐ Change ☐ Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	☐ Change ☒ Addition
6.2 NAME	M. Richard Warner
6.3 STREET ADDRESS	303 S. Temple Drive
6.4 CITY - ST - ZIP	Diboll, TX 75941

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Richard Warner

4-11-97

(409)829-1303

Date

Daytime Phone #

CR2E034 (9/96)

TEMPLE-INLAND MORTGAGE CORPORATION
74-1878850

LIST OF OFFICERS & DIRECTORS

TITLE	NAME	ADDRESS
Chairman of the Board & CEO*	Kenneth M. Jastrow II	1300 S. Mopac Expressway Austin, TX 78746
President & COO*	Ronald M. Cooper	1300 S. Mopac Expressway Austin, TX 78746
Exec VP, CFO, & Treasurer*	Joe H. Farr	1300 S. Mopac Expressway Austin, TX 78746
Exec VP & Asst Secy	Marilyn L. Dildy	1300 S. Mopac Expressway Austin, TX 78746
Exec VP	Clay B. Carson	1300 S. Mopac Expressway Austin, TX 78746
Exec VP	Joe W. Loper IV	1300 S. Mopac Expressway Austin, TX 78746
Exec VP	Dennis Berry	1300 S. Mopac Expressway Austin, TX 78746
Sr VP & Asst Secy	Lisa Payne	1300 S. Mopac Expressway Austin, TX 78746
Sr VP	Sheryl Basile	1300 S. Mopac Expressway Austin, TX 78746
Sr VP	Nesha Haldeman	1300 S. Mopac Expressway Austin, TX 78746
Sr VP	John Harris	1300 S. Mopac Expressway Austin, TX 78746
Sr VP	Herb Lloyd	1300 S. Mopac Expressway Austin, TX 78746
Sr VP	Richard Magel	1300 S. Mopac Expressway Austin, TX 78746
Sr VP	Mike Mauldin	1300 S. Mopac Expressway

TEMPLE-INLAND MORTGAGE CORPORATION
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LIST OF OFFICERS & DIRECTORS

TITLE	NAME	ADDRESS
		Austin, TX 78746
Sr VP	Nancy Sherman	1300 S. Mopac Expressway Austin, TX 78746
Secretary	Sue Branch	1300 S. Mopac Expressway Austin, TX 78746
VP & Controller	Fay Evans-Martin	1300 S. Mopac Expressway Austin, TX 78746
VP & Asst Controller	Nicholas Drury	1300 S. Mopac Expressway Austin, TX 78746
VP & Asst Secy	Evelyn Hinojosa	1300 S. Mopac Expressway Austin, TX 78746
VP & Asst Secy	Candice Johnson	1300 S. Mopac Expressway Austin, TX 78746
VP & Asst Secy	Kathy McCarty	1300 S. Mopac Expressway Austin, TX 78746
VP	Todd Adwar	1300 S. Mopac Expressway Austin, TX 78746
VP	Joyanna Allen	1300 S. Mopac Expressway Austin, TX 78746
VP	Andrew Barnes	1300 S. Mopac Expressway Austin, TX 78746
VP	John Bartlett	1300 S. Mopac Expressway Austin, TX 78746
VP	Neal Brodbeck	1300 S. Mopac Expressway Austin, TX 78746
VP	Sandra Bunnell	1300 S. Mopac Expressway Austin, TX 78746
VP	Bruce Cannon	1300 S. Mopac Expressway

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<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
		Austin, TX 78746
VP	Karen Corley	1300 S. Mopac Expressway Austin, TX 78746
VP	Susan Derrington	1300 S. Mopac Expressway Austin, TX 78746
VP	Dave Drew	1300 S. Mopac Expressway Austin, TX 78746
VP	Joyce Fisher	1300 S. Mopac Expressway Austin, TX 78746
VP	Patricia Flanery	1300 S. Mopac Expressway Austin, TX 78746
VP	Bradley Gibbons	1300 S. Mopac Expressway Austin, TX 78746
VP	Frank Giuliano	1300 S. Mopac Expressway Austin, TX 78746
VP	David Haws	1300 S. Mopac Expressway Austin, TX 78746
VP	Lori Howard	1300 S. Mopac Expressway Austin, TX 78746
VP	Karen Huestis	1300 S. Mopac Expressway Austin, TX 78746
VP	Carl Jensen	1300 S. Mopac Expressway Austin, TX 78746
VP	Dave Kuebler	1300 S. Mopac Expressway Austin, TX 78746
VP	Kenneth R. Kenerson	1300 S. Mopac Expressway Austin, TX 78746

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TITLE	NAME	ADDRESS
VP	Paula Kerr	1300 S. Mopac Expressway Austin, TX 78746
VP	Ann Keyser	1300 S. Mopac Expressway Austin, TX 78746
VP	Steve Langehennig	1300 S. Mopac Expressway Austin, TX 78746
VP	Norma LaTouf	1300 S. Mopac Expressway Austin, TX 78746
VP	Steve Mathena	1300 S. Mopac Expressway Austin, TX 78746
VP	Denise McKarson	1300 S. Mopac Expressway Austin, TX 78746
VP	Susan Melvin	1300 S. Mopac Expressway Austin, TX 78746
VP	Stacey Midkiff	1300 S. Mopac Expressway Austin, TX 78746
VP	Elizabeth Miller-Bornemann	1300 S. Mopac Expressway Austin, TX 78746
VP	Beatriz Mitchell	1300 S. Mopac Expressway Austin, TX 78746
VP	Kelley Moore	1300 S. Mopac Expressway Austin, TX 78746
VP	Jennifer Mortensen	1300 S. Mopac Expressway Austin, TX 78746
VP	Jody Natoli	1300 S. Mopac Expressway Austin, TX 78746
VP	Christine Poyner	1300 S. Mopac Expressway Austin, TX 78746

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TITLE	NAME	ADDRESS
VP	Sharon Reck-Perry	1300 S. Mopac Expressway Austin, TX 78746
VP	Richard Reed	1300 S. Mopac Expressway Austin, TX 78746
VP	Sharon Rives	1300 S. Mopac Expressway Austin, TX 78746
VP	John Scattergood	1300 S. Mopac Expressway Austin, TX 78746
VP	Michael Scott	1300 S. Mopac Expressway Austin, TX 78746
VP	Lisa Shaw	1300 S. Mopac Expressway Austin, TX 78746
VP	LaVanda Thomas	1300 S. Mopac Expressway Austin, TX 78746
VP	Mary Wannamaker	1300 S. Mopac Expressway Austin, TX 78746
VP	M. Richard Warner	303 S. Temple Drive Diboll, TX 75941
VP	Cynthia Wuflestad	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Donna Bellview	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Roy Cannon	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Jeanette Creque	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Lisa Evins	1300 S. Mopac Expressway Austin, TX 78746

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TITLE	NAME	ADDRESS
Asst VP	Olivia Fiegener	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Jane Ford	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Ronnie Greene	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Joe Harlow	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Kathy Harman	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Chuck Jehl	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Angie Kolb	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Kari MacEwan	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Lois Ortiz	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Louise Seideman	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Lori Steed	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Sherry Tipps	1300 S. Mopac Expressway Austin, TX 78746
Asst VP	Steven P. Williams	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary & Corporate Counsel	J. Bradley Johnston	1300 S. Mopac Expressway Austin, TX 78746

TEMPLE-INLAND MORTGAGE CORPORATION
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LIST OF OFFICERS & DIRECTORS

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
Asst Secretary & Corporate Counsel	Scott A. Almy	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Grant F. Adamson	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Claire Breault	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Barbara Chandler	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Ella Chandler	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Cathey A. Daugherty	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Sherry Doza	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Cindy J. Harrison	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Wesley Hess	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Lynn Kelley	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Darlene Louk	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Pamela M. Myers	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Kelly Stengle	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Linda Smith	1300 S. Mopac Expressway

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<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
		Austin, TX 78746
Asst Secretary	Sarah Souerbry	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Sid E. Struss	1300 S. Mopac Expressway Austin, TX 78746
Asst Secretary	Suzanne L. Syptak	1300 S. Mopac Expressway Austin, TX 78746