

Document Number Only

F95 000001162

C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, ntc. 200

Address

Tallahassee, FL 32301 (904) 656-0290

City

State

Zip

Phone

\*\*\*\*\*24,000 \*\*\*\*\*20,000

CORPORATION(S) NAME

CTX Mortgage Ventures Corporation

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of H.A.

☐ Certified Copy

☐ Photo Copies

☐ Fictitious Name

☐ CUS / G/S

☐ Call When Ready

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Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

3/10/95

3:00

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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. CTX MORTGAGE VENTURES CORPORATION  
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Nevada  
(State or country under the law of which it is incorporated)

3. March 9, 1987 4. Perpetual  
(Date of Incorporation) (Duration)

5. 75-2178087  
(Federal Employer Identification number, if applicable)

6. Upon Qualification  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 3333 LEE PARKWAY, DALLAS, Texas 75219  
(Current mailing address)

8. SOLE GENERAL PARTNER OF AMERICAN PRIORITY MORTGAGE COMPANY, L.P.  
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

**A. Directors:**

Chairman: See attached list of directors  
Address: \_\_\_\_\_

Vice Chairman: See attached list of directors  
Address: \_\_\_\_\_

Director: See attached list of directors  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

**9. Officers:**

President: See attached list of officers

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

(if needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida 33324

Zip Code

**11. 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: \_\_\_\_\_

C T Corporation System

(Officer)

M.E. JONES, ASSISTANT SECRETARY

(Typed Name and Title of Officer)

12. 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.

13. [Signature]

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. RICK J. CAROTHERS, EXECUTIVE VICE PRESIDENT

(Name and capacity of person signing application)

As of February 22, 1995

CTX MORTGAGE VENTURES CORPORATION  
Names and Addresses of Officers and Directors

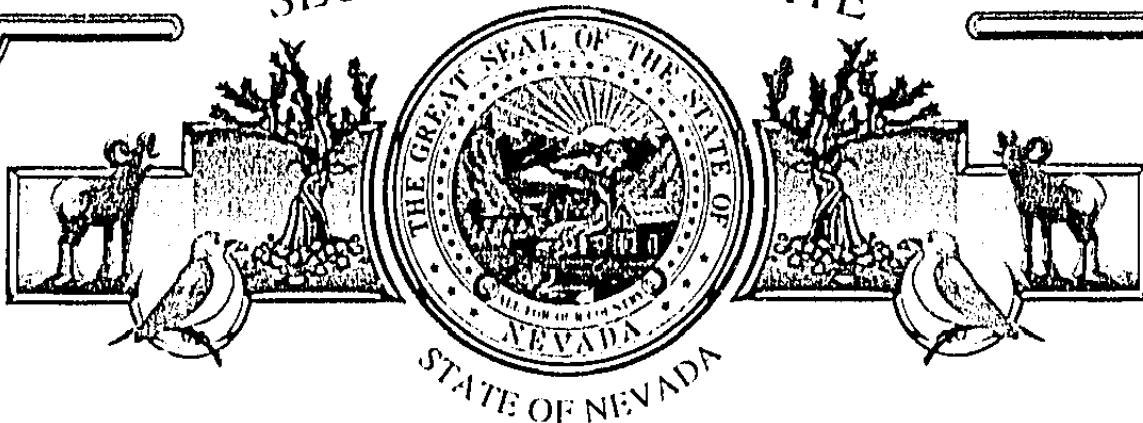
OFFICERS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Carl N. Hearne	Chairman of the Board	3333 Lee Parkway, Dallas, TX 75219
Ronnie D. Cockman	President	1300 Post Oak Blvd., Suite 1150, Houston, TX 77056
Rick J. Carothers	Vice President, Chief Financial Officer, Treasurer and Assistant Secretary	3333 Lee Parkway, Dallas, TX 75219
Judson H. Groom	Vice President	3333 Lee Parkway, Dallas, TX 75219
Mark L. Meyer	Vice President	3333 Lee Parkway, Dallas, TX 75219
Kim L. Yowell	Vice President-Finance	3333 Lee Parkway, Dallas, TX 75219
Traci Carlson	Division Vice President (Houston, TX)	515 Post Oak Blvd., Suite 550, Houston, TX 77027
Pat Goolsby	Division Vice President (San Antonio, TX)	16414 San Pedro, Suite 500, San Antonio, TX 78232
Jeanette Kanipe	Division Vice President (Austin, TX)	9111 Jollyville Road, Suite 201, Austin, TX 78759
Bill Lane	Division Vice President (Denver, CO)	5990 Greenwood Plaza Blvd., Suite 120, Englewood, CO 80111
Raymond G. Smerge	Secretary	3333 Lee Parkway, Dallas, TX 75219
Richard C. Harvey	Assistant Vice President	3333 Lee Parkway, Dallas, TX 75219
Jeff A. Mason	Assistant Vice President	3333 Lee Parkway, Dallas, TX 75219
Belinda M. Nicholson	Assistant Treasurer	3333 Lee Parkway, Dallas, TX 75219
Patti Curran	Assistant Secretary (Dallas, TX)	3030 LBJ Freeway, Suite 1300, Dallas, TX 75234
James H. Graess	Assistant Secretary	3333 Lee Parkway, Dallas, TX 75219
Carla Gustafson	Assistant Secretary	3333 Lee Parkway, Dallas, TX 75219
Theresa McDonald	Assistant Secretary (Houston, TX)	515 Post Oak Blvd., Suite 550, Houston, TX 77027
Darryl W. Plaisance	Assistant Secretary and Document Signer (Houston, TX)	515 Post Oak Blvd., Suite 550, Houston, TX 77027
Anca Smith	Signer (Houston, TX)	515 Post Oak Blvd., Suite 550, Houston, TX 77027
John C. Wright	Assistant Secretary (Dallas, TX)	3030 LBJ Freeway, Suite 1300, Dallas, TX 75234
	Assistant Secretary and Document Signer (Houston, TX)	515 Post Oak Blvd., Suite 550, Houston, TX 77027

DIRECTORS

<u>Name</u>	<u>Business Address</u>
Carl N. Hearne	3333 Lee Parkway, Dallas, TX 75219
William J. Gillilan III	3333 Lee Parkway, Dallas, TX 75219

# SECRETARY OF STATE



## CERTIFICATE OF CORPORATE EXISTENCE (EXCLUDING AMENDMENTS)

I, DEAN HELLER, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **CTX MORTGAGE VENTURES CORPORATION** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.

IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed the Great Seal of State, at my office, in  
Carson City, Nevada, this 22nd day of February, 1996.



*Dean Heller*

Secretary of State

By

*Doni Dault*

Certification Clerk

SECRETARY OF STATE  
FEB 22 1996  
CARSON CITY, NEVADA



THE UNITED STATES  
CORPORATION  
COMPANY

F95000001162

ACCOUNT NO. : 072100000032  
REFERENCE : 525897 4344517  
AUTHORIZATION : Patricia Pyzdek  
COST LIMIT : \$ 35.00

ORDER DATE : September 11, 1997

ORDER TIME : 11:08 AM

ORDER NO. : 525897-530

CUSTOMER NO: 4344517

000002309300--8

CUSTOMER: Karen Joffrion, Corp Paralegal  
Centex Corporation  
2728 North Harwood  
Mailroom/no. 209  
Dallas, TX 75201

CHANGE OF AGENT

NAME: CTX MORTGAGE VENTURES  
CORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

57 OCT -1 PM 3:27

APPROVED  
AND  
FILED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY

CONTACT PERSON: Deborah Schroder

*Handwritten:* F95000001162  
298  
10/1/97

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED  
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,  
Florida Statutes, the undersigned corporation organized under the laws of the State of  
NEVADA submits the following statement in order to change its registered office  
or registered agent, or both, in the State Florida.

1a. The name of the corporation is: \_\_\_\_\_  
CTX MORTGAGE VENTURES CORPORATION

1b. Date of incorporation: 3-10-95 Document number \_\_\_\_\_

2. The name and address of the current registered agent and office:  
C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE PLANTATION FL 33324


3. The name and address of the now registered agent and office:  
(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

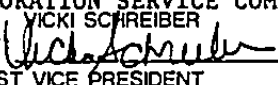
The street address of its registered agent and the street address of the business office  
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by  
an officer so authorized by the board.

  
SIGNATURE  
Sept. 25, 1997  
DATE

Karen Joffrion, Asst. Secretary  
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED  
IN THIS CERTIFICATE, 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 COM-  
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY  
YICKI SCHREIBER  
SIGNATURE BY   
ASST VICE PRESIDENT  
DATE 9-29-97

APPROVED  
AND  
FILED  
97 OCT -1 PM 3:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA