



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 3, 1995

FLA. COMPLIANCE SPECIALISTS, INC.

TALLAHASSEE, FL

SUBJECT: OLYMPUS MORTGAGE CORP.
Ref. Number: W95000004780

We have received your document for OLYMPUS MORTGAGE CORP. and your check(s) totalling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

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

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 495A00009626

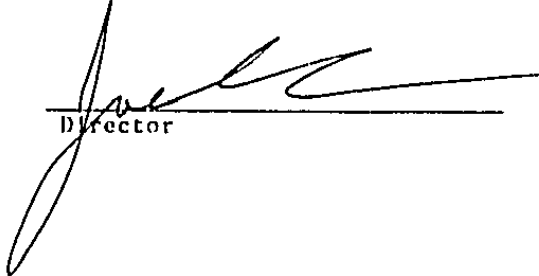
OLYMPUS MORTGAGE CORP.

Pickering Wharf

I the undersigned Joel Glaberg, do hereby certify that this Resolution of the Board of Directors of Olympus Mortgage Corporation, a corporation duly organized and existing under the laws of the State of Massachusetts, was duly adopted on March 9, 1995.

Resolved, that Olympus Mortgage Corporation, organized and existing in the State of Massachusetts, hereby adopts the name Salem Mortgage Corporation for use in Florida.

Dated: March 9, 1995



Director

004710 010000
004710 010000

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. OLYMPUS MORTGAGE CORPORATION
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. MASSACHUSETTS 3. 01-3140853
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/27/91 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Pending - Upon Issuance (Qualification)
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 59 Wharf St.
Salem, MA 01970
(Current mailing address)

8. Placing home loans for the general public
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Ellen Zavell
Office Address: 5555 N. Ocean Dr. #1
Ft. Lauderdale, Florida, 33308
(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.

Ellen Zavell
(Registered agent's signature)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Joel Ginsberg
Address: 59 Wharf St.
Salem, MA 01970

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Joel Ginsberg

Address: 59 Wharf St.

Salem, MA 01970

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]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joel Ginsberg
(Typed or printed name and capacity of person signing application)

SEP 19 PM 4:00



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02188

February 22, 1995

TO WHOM IT MAY CONCERN:

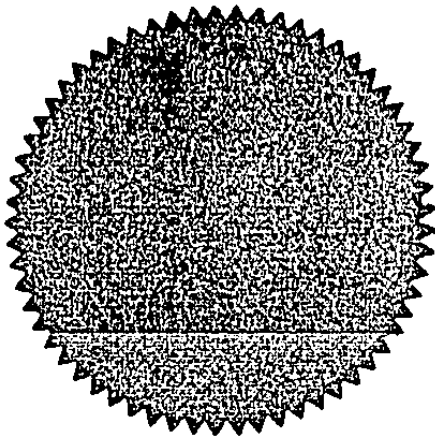
I hereby certify that according to the records of this office

Olympus Mortgage Corp.

is a domestic corporation organized on December 27, 1991, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

FEB 23 1995 PM 4:00



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* This certificate is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.