

F9500002194

Document Number Only

CT CORPORATION SYSTEM
Requestor's Name
660 EAST JEFFERSON STREET
Address
TALLAHASSEE FL 32301 222-1092
City State Zip Phone

300001475883
-05/04/95--01069--033
*****70.00 *****70.00

CORPORATION(S) NAME

Fleet Mortgage Acquisition Co

- ☒ Profit
☐ NonProfit
☐ Amendment
☐ Merger
☒ Foreign
☐ Dissolution/Withdrawal
☐ Mark
☐ Limited Partnership
☐ Annual Report
☐ Other
☐ Reinstatement
☐ Reservation
☐ Change of R.A.
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W.P. Verifier

5/4/95
3:00

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. FLEET MORTGAGE ACQUISITION CO.
(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. Rhode Island
(State or country under the law of which it is incorporated)
3. 05-0483692
(FEI number, if applicable)
4. March 8, 1995
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. anticipated May 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 1333 Main Street, Columbia SC 29201
(Current mailing address)
8. servicing and subservicing of residential first mortgage loans
(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: C T CORPORATION SYSTEM

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

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM

(Registered agent's signature) (Officer)

Robert D. Pischel, Trust Serv.

(Type Name and Title of Officer)

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DIVISION OF CORPORATIONS
MAY - 4 PM 1:02

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 See Attachment

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Randal D. Shields
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Randal D. Shields, Vice President
(Typed or printed name and capacity of person signing application)

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FLEET MORTGAGE ACQUISITION CO.

Principal Officers & Directors

<u>BUSINESS ADDRESS</u>	<u>SSN</u>	<u>TITLE</u>
William Barnet, III William Barnet & Son P.O. Box 131 1300 Hayne Street Arcadia, SC 29320	100-34-6382 8-27-42	Director
W. Whitley Hawkins Hawkins-Bricker International 7000 Peachtree-Dunwoody Suite 250, Bldg. 6 Atlanta, GA 30328	407-34-0047 9-2-31	Director
Thomas P. Hollowell Textron, Inc. 40 Westminster Street Providence, RI 02903	484-48-7253 8-26-42	Director
Eugene M. McQuade Fleet Financial Group, Inc. 50 Kennedy Plaza Providence, RI 02903	112-40-4128 1-31-49	Director
Terrence Murray Fleet Financial Group, Inc. 50 Kennedy Plaza Providence, RI 02903	038-24-9573 7-11-39	Director
H. Jay Sarles * Fleet Financial Group, Inc. 50 Kennedy Plaza Providence, RI 02903	035-30-6697 3-15-45	Director
Michael R. Zucchini Fleet Financial Group, Inc. 50 Kennedy Plaza Providence, RI 02903	101-34-6940 8-23-46	Director

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* Sole director until merger of Fleet Mortgage Group, Inc. with and into Fleet Mortgage Acquisition Co.

David E. Fusco 1333 Main Street Columbia, SC 29201	078-34-9805 7-28-42	Senior Vice President, Director of Retail & Production Automation Project
James F. Jandrisevitis 1333 Main Street Columbia, SC 29201	222-34-3782 10-13-53	Senior Vice President
Peter F. Makowiecki 1333 Main Street Columbia, SC 29201	020-44-8457 2-27-60	Senior Vice President & Controller
Mark S. O'Brien 1333 Main Street Columbia, SC 29201	295-52-3122 4-1-52	Senior Vice President
J. Steven Priester 1333 Main Street Columbia, SC 29201	247-04-5194 10-28-54	Senior Vice President
Lawrence G. Ruder 1333 Main Street Columbia, SC 29063	506-72-9110 8-28-54	Senior Vice President & General Auditor
Stannye W. Baringer 1333 Main Street Columbia, SC 29201	500-64-0194 12-27-55	Vice President
Paul A. Baumgartner 324 W. Evans Street Florence, SC 29501	391-64-0194 8-4-61	Vice President
Charles T. Conway 1333 Main Street Columbia, SC 29201	039-34-8435 1-7-55	Vice President & Director of Communications
C. Stephen Covington 1333 Main Street Columbia, SC 29201	260-19-3918 9-6-61	Senior Vice President
Jordan D. Dorchuck 1333 Main Street Columbia, SC 29201	058-48-7912 8-31-55	Vice President, Associate General Counsel & Assistant Secretary
Craig S. Evans 1333 Main Street Columbia, SC 29201	376-84-6728 6-1-62	Vice President & Director of Quality Control - Production

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Gerald L. Baker
1333 Main Street
Columbia, SC 29201

563-56-7275
3-6-43

Director, Chairman &
Chief Executive Officer

Robert T. Golitz
1333 Main Street
Columbia, SC 29201

024-32-5582
9-25-40

President &
Chief Operating Officer

Anthony B. Cardoza
Fleer Financial Group, Inc.
50 Kenndey Plaza
Providence, RI 02903

474-48-0940
4-16-47

Executive Vice President

Kevin D. Race
1333 Main Street
Columbia, SC 29201

456-29-0463
6-14-60

Executive Vice President,
Chief Financial Officer &
Assistant Secretary

Michael J. Torke
1333 Main Street
Columbia, SC 29201

390-54-4728
12-25-50

Executive Vice President

Rexford L. West
1333 Main Street
Columbia, SC 29201

116-30-7242
2-16-38

Executive Vice President

Nancy G. Boles
1333 Main Street
Columbia, SC 29201

058-38-0188
5-25-51

Senior Vice President

E. Patrick Cutler
783 Old Hickory Boulevard
Brentwood, TN 37027

250-02-0237
3-16-53

Senior Vice President

Dennis C. Dorman
324 W. Evans Street
Florence, SC 29501

251-02-4490
2-28-53

Senior Vice President

Richard D. Flanigan
1333 Main Street
Columbia, SC 29201

396-52-6658
4-23-50

Senior Vice President

Richard J. Franas
11200 W. Parkland Avenue
Milwaukee, WI 53225

046-40-0920
2-2-48

Senior Vice President

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James L. Krakau
1333 Main Street
Columbia, SC 29212

475-54-3804
2-15-51

Vice President & Treasurer

Philip G. Laren
1333 Main Street
Columbia, SC 29063

070-42-1769
3-25-56

President

Charles A. Leppert
11200 W. Parkland Avenue
Milwaukee, WI 53224

295-42-0910
10-7-45

Vice President, Associate General
Counsel & Assistant Secretary

Katherine E. Miller
1333 Main Street
Columbia, SC 29036

530-40-8497
7-17-50

Vice President

Jack D. Myers
1333 Main Street
Columbia, SC 29201

490-54-5176
3-7-749

Vice President

Clare P. Olson
1333 Main Street
Columbia, SC 29209

389-62-8106
11-28-54

Vice President

John L. Phillips
1333 Main Street
Columbia, SC 29201

264-86-4856
3-27-48

Vice President

Jeffrey J. Rademaekers
1333 Main Street
Columbia, SC 29201

451-29-3960
2-12-59

Vice President

William R. Renberg
11200 W. Parkland Avenue
Milwaukee, WI 53225

351-38-1255
3-24-47

Vice President

Robert H. Schorn
324 West Evans Street
Florence, SC 29501

509-36-0695
9-4-42

Vice President

Randal D. Shields
1333 Main Street
Columbia, SC 29201

276-56-5994
11-19-55

Vice President, Associate
General Counsel & Assistant
Secretary

David W. Short
1333 Main Street
Columbia, SC 29201

462-98-2955
7-28-53

Vice President

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Steven W. Smith
1333 Main Street
Columbia, SC 29201

225-78-3994
9-4-53

Vice President

Jed P. Sonstroem
1333 Main Street
Columbia, SC 29201

391-58-4995
7-19-56

Vice President, Assistant
General Counsel & Assistant
Secretary

Eric A. Stewart
324 West Evans Street
Florence, SC 29501

241-82-5754
3-11-51

Vice President

Joni L. Tumey
1333 Main Street
Columbia, SC 29201

509-68-0038
4-24-57

Vice President

Joan M. Weerts
11200 W. Parkland Avenue
Milwaukee, WI 53224

387-48-9499
6-13-47

Vice President

Michael R. Zarro, Jr.
1333 Main Street
Columbia, SC 29201

558-33-5106
7-24-61

Vice President

Nassar B. Akari
1333 Main Street
Columbia, SC 29201

232-25-6321
3-23-62

Assistant Vice President

Mary M. Berger
324 West Evans Street
Florence, SC 29501

395-58-6396
2-25-53

Assistant Vice President

N. Rudy Dean
1333 Main Street
Columbia, SC 29201

251-33-5991
12-2-61

Assistant Vice President

Susan H. Johnson
324 West Evans Street
Florence, SC 29501

247-02-1627
3-6-56

Assistant Vice President

Sheilah J. Martin
1333 Main Street
Columbia, SC 29201

249-98-1545
6-14-52

Assistant Vice President

Gary P. Mulhollon
324 West Evans Street
Florence, SC 29501

387-46-6642
2-19-47

Assistant Vice President

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Michael J. Ryan
1333 Main Street
Columbia, SC 29201

244-80-1285
6-17-56

Assistant Vice President

Patricia R. Ryan
1333 Main Street
Columbia, SC 29201

063-48-7790
1-9-56

Assistant Vice President

Thomas E. Setzer
11200 W. Parkland Avenue
Milwaukee, WI 53224

388-66-1388
8-12-55

Assistant Vice President

Earl H. Ward
324 West Evans Street
Florence, SC 29501

251-80-9995
9-22-55

Assistant Vice President

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95 MAY -4 PM 1:02



State of Rhode Island and Providence Plantations
James R. Langevin
Secretary of State
100 North Main Street
Providence, Rhode Island
02903-1335

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY -4 PM 1:00

I, JAMES R. LANGEVIN, Secretary of State of the State of Rhode Island and Providence Plantations, HEREBY CERTIFY that

Fleet Mortgage Acquisition Co.

a Rhode Island corporation, filed Articles of Incorporation in this office on the eighth day of March A.D. 1995;

I FURTHER CERTIFY that said corporation is now of record and in good standing in this office.

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed the seal of the
State of Rhode Island this twenty-eighth
day of April A.D., 1995

James R. Langevin

Secretary of State

Maureen Ewing
Acting Deputy Secretary of State

Document Number Only

F95000002194

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address

222-1092

City State Zip Phone

CORPORATION(S) NAME

200001958942
-09/27/96--01035--007
*****35.00 *****35.00

Fleet Mortgage Acquisition Co.

Changed to: Fleet Mortgage Group, Inc.

☐ Profit
☐ NonProfit
☐ Limited Liability Co.

☒ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Certified Copy

☐ Photo Copies

☐ Fictitious Name Filing

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Document Examiner
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Acknowledgment
W.P. Verifier

9/27

N. HENDRICKS OCT 29 1996

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96 SEP 27 PM 12:08
DIVISION OF CORPORATION

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86 OCT 29 PM 2:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 27, 1996

CT CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: FLEET MORTGAGE ACQUISITION CO.
Ref. Number: F95000002194

We have received your document for FLEET MORTGAGE ACQUISITION CO. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 696A00044606

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
1996 OCT 29 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Fleet Mortgage Acquisition Co.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Rhode Island
3. Date authorized to do business in Florida: 5/4/95

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of corporation, when was the change effected under the laws of its jurisdiction of incorporation?

5/1/95

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated", or appropriate abbreviation, if not contained in new name of the corporation:

Fleet Mortgage Group, Inc.

6. If the amendment changes the period of duration, indicate new period of duration

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction

N/A

Randal D. Shields, Vice President

Randal D. Shields

Signature
Name and Title

August 14, 1996

Date



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State

I, JAMES R. LANGEVIN, Secretary of the State of Rhode Island and Providence Plantations, HEREBY CERTIFY that

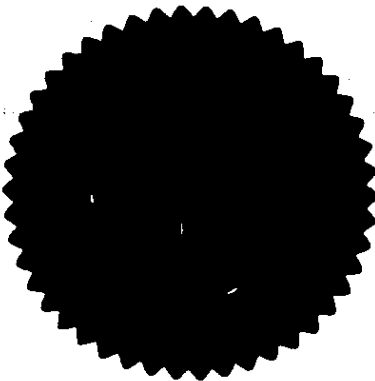
Fleet Mortgage Acquisition Co.

a Rhode Island corporation, filed original Articles of Incorporation in this office on the eighth day of March, A.D. 1995; and

I FURTHER CERTIFY that Articles of Merger were filed in this office on the twenty-eighth day of April, A.D. 1995 between Fleet Mortgage Acquisition Co. and Fleet Mortgage Group, Inc., both Rhode Island corporations; under the provisions of said Merger the surviving corporation is Fleet Mortgage Acquisition Co.; and

I FURTHER CERTIFY that Articles of Amendment were filed in this office on the first day of May, A.D. 1995 changing the Corporate Name to Fleet Mortgage Group, Inc.; and

I FURTHER CERTIFY that said corporation is now of record and is in good standing in this office.



**IN TESTIMONY WHEREOF,
I have hereunto set my hand and
affixed the seal of the State of Rhode
Island this twenty-fifth day of
September, A.D. 1996**

James R. Langevin

Secretary of State

Willy E. P. Watt
Acting Deputy Secretary of State

100 North Main Street
Providence
Rhode Island
02903-1335

Corporations/UCC:
401-277-3040
Fax: 401-277-1309

Elections:
401-277-2340
Fax: 401-277-1444

First Stop Business
Information Center:
401-277-4400

Notary/Trademarks:
401-277-1487

<http://www.state.ri.us>