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DIVISION OF CONSUMER PROTECTION

ACCOUNT NO. : 0721000000032
REFERENCE : 654691 86901D
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : August 7, 1995

ORDER TIME : 9:13 AM

ORDER NO. : 654691

CUSTOMER NO. 86901D

CUSTOMER: Mr. Herb Berkowitz
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

400001554034
-08/07/95--01045--004
*****70.00 *****70.00

400001554034
-08/07/95--01045--005
*****52.50 *****52.50

FOREIGN FILINGS

NAME: HOMEAMERICAN CREDIT, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

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DIVISION OF CONSUMER PROTECTION
STATE OF FLORIDA

**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. HomeAmerican Credit, Inc.
(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. Pennsylvania 3. 232646 780
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 6, 1991 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or perpetual)

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

7. 111 Presidential Boulevard, Suite 215
Bala Cynwyd, Pennsylvania 19004
(Current mailing address)

8. Mortgage Lender
(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:**
The Prentice-Hall Corporation
Name: System, Inc.

Office Address: 1201 Hays Street, Suite 105
Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.
By: Vicki Schreiber
(Registered agent's signature)
Vicki Schreiber, Assistant Vice President

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Anthony J. Santilli, Jr.

Address: 111 Presidential Boulevard, Suite 215

Bala Cynwyd, Pennsylvania 19004

Director: _____

Address: _____

B. OFFICERS

(See Attached List: "Officers & Directors")

President: Anthony J. Santilli, Jr.

Address: 111 Presidential Boulevard, Suite 215

Bala Cynwyd, Pennsylvania 19004

Vice President: Jeffrey M. Ruben

Address: 111 Presidential Boulevard, Suite 215

Bala Cynwyd, Pennsylvania 19004

Secretary: Beverly Santilli

Address: 111 Presidential Boulevard, Suite 215

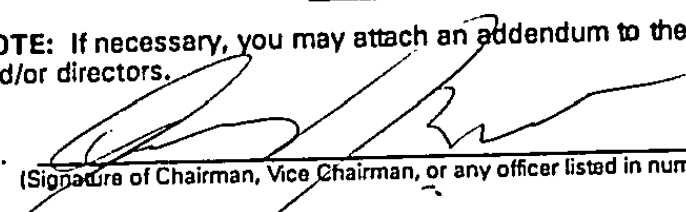
Bala Cynwyd, Pennsylvania 19004

Treasurer: Anthony J. Santilli, Jr.

Address: 111 Presidential Boulevard, Suite 215

Bala Cynwyd, Pennsylvania 19004

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

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

14. Anthony J. Santilli, Jr., Director, President & Treasurer
(Typed or printed name and capacity of person signing application)

**HOMEAMERICAN CREDIT, INC.
DIRECTORS AND OFFICERS**

Anthony J. Santilli, Jr.
Director, President and Treasurer
111 Presidential Boulevard, Suite 215
Bala Cynwyd, Pennsylvania 19004

Beverly Santilli
Executive Vice President and Secretary
111 Presidential Boulevard, Suite 215
Bala Cynwyd, Pennsylvania 19004

Michael A. Reade
Senior Vice President
111 Presidential Boulevard, Suite 215
Bala Cynwyd, Pennsylvania 19004

Jeffrey M. Ruben
Vice President and General Counsel
111 Presidential Boulevard, Suite 215
Bala Cynwyd, Pennsylvania 19004

David S. Cairns
Vice President
111 Presidential Boulevard, Suite 215
Bala Cynwyd, Pennsylvania 19004



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

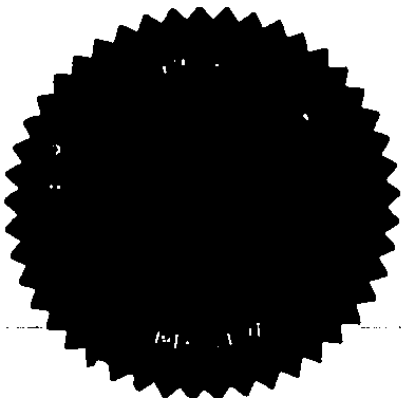
JULY 25, 1995

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

HOMEAMERICAN CREDIT, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Secretary of the Commonwealth

CKEI

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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