

# F95000004266

## TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

600001576116  
-09/01/95--01045--000  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Capstead Inc.  
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida

Please return all correspondence concerning this matter to the following:

Andrea Lee Negroni  
(Name of Person)

Negroni & Winston, PLLC  
(Firm/Company)

1156 Fifteenth Street NW, Suite 302  
(Address)

Washington, DC 20005  
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Andrea Negroni at ( 202 ) 887 - 1610  
(Name of Person) Area Code & Daytime Telephone Number

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### COURIER ADDRESS:

Qualification/Registration Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



## CAPITOL SERVICES, INC.

25 August, 1995

Qualification/Registration Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

RE: CAPSTEAD INC.

Please file the enclosed Application by Foreign Corporation for Authorization to Transact Business in Florida for the corporation listed above.

Please find check #004063 in the amount of \$70.00 to cover the cost of the filing.

Please direct any problems or questions concerning this matter to Andrea Lee Negroni at the address and phone number on the Transmittal Letter.

Thank you for your attention to this matter.

Very Truly Yours,

Angie Schauer  
for Capitol Services, Inc.

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as  
enclosures

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. Capstead, 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. Delaware 3. 75-2513625  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/16/93 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 817.155, F.S.)

7. 2711 N. Haskell Ave., Suite 1000  
Dallas TX 75204  
(Current mailing address)

8. Second Mortgage Lending  
(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: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

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.

Cheryl Roberts  
(Registered agent's signature)

V.P. for NRAI SERVICES, INC.

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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Exhibit II-1

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

B. OFFICERS

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

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

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.

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

14.

Rex S Masterman, Senior Vice President  
Christopher T. Gilson, President & Director  
(Typed or printed name and capacity of person signing application)

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**CAPSTEAD INC.  
SCHEDULE OF DIRECTORS AND EXECUTIVE OFFICERS**

<u>Name/Title</u>	<u>Business Address</u>	<u>Home Address/Phone</u>	<u>Bus. Phone</u>
Ronn K. Lytle Chairman and CEO and Director	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	8324 Waggoner Dallas, Texas 75230 214-369-3543	874-2301
Christopher T. Gilson President and Director	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	3030 Stratford Ave. Dallas, Texas 75205 214-550-0735	874-2559
Julia Moore Director	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	3300 Purdue Dallas, Texas 75225 214-363-2658	874-2501
Erich H. Plaga Director	None (retired)	2320 Conito Way La Canada, CA 91011 818-248-7740	None (retired)
Andrew Jacobs Director and Secretary	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	804 Newport Way Desoto, Texas 75115 214-230-8559	874-2350
William H. Rudloff Executive Vice President - Servicing Administration	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	6510 Laurel Valley Dallas, Texas 75248 214-458-0493	874-2601
Larry G. Studinski Senior Vice President Control and Treasurer	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	704 Viewside Circle Arlington, Texas 76011 817-548-0727	874-2311
Michael Brown Senior Vice President - Marketing	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	635 Allen Road Coppell, Texas 75019 214-462-1057	874-2401
Patricia A. Gardino Senior Vice President - Servicing Administration	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	1200 Twin Oaks Court Arlington, Texas 75104 817-861-5397	874-2633
Michael A. Solo Senior Vice President - Marketing	3131 Camino del Rio, South, Suite 1010 San Diego, CA 92108	4353 Lynnwood Drive Chula Vista, CA 91910 619-422-7939	619-293-3922
Rex S. Masterman Senior Vice President	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	700 January Drive Plano, Texas 75025 214-517-9146	874-2407
Mary Jo Babcock Vice President - Servicing Acquisitions	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	5641 Stanford Avenue Dallas, Texas 75209 214-902-0331	874-2340
Molly Reed Vice President - Credit Administration	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	6032 Fieldstone Drive Dallas, Texas 75252 214-407-0619	874-2339
John Farrell Vice President - TeleMortgage	2711 N. Haskell Ave. Suite 1000 Dallas, Texas 75204	2857 Parkhaven Plano, Texas 75075 214-985-0138	874-2343

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAPSTEAD INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF AUGUST, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Edward J. Freel, Secretary of State

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AUTHENTICATION:

7595433

DATE:

08-03-95