F-0-64-11 Number 00000 4767

| C T CORPORATION SYSTEM | | |
|--|---------------------------|---|
| 660 East Jefferson Stree | et | |
| Address | | |
| | 2301 | |
| City State Zip | Phone | |
| | 904-222-1092 | 20000159871 |
| CORPORAT | ION(S) NAME | 00000159871 10/02/30 ₀ 6(035 ₀ 01) |
| | | *****70.00二 *********70.0 |
| | | |
| | | ro mili |
| | | |
| | | |
| Brooks anrica Mo | Harris Congression | |
| TATALIS CALVATALIS TO THE | rigage Compration | <u> 10 Sign</u> |
| | <u> </u> | C) |
| () NonProfit () Limited Liability Compar | () Amendment | () Merger |
| ∦Forelgn | () Dissolution/Withdrawal | () Mark |
|) Limited Partnership | () Annual Report | () Other |
| () Reinstatement | () Reservation | () Change of R.A. |
| | | () Fictitious Name |
|) Certified Copy | () Photo Copies | () CUS/ G/S |
| | | () 000. 0,0 |
|) Call When Ready | () Call if Problem | () After 4:30 |
| XWalk In | () Will Wait | Pick Up |
|) Mail Out | | |
| lame | | Me Me |
| vallability | 2.16 | 7/ |
| · | PLEA | SE RETURN EXTRA COPY(S) |
| ocument xaminer | 1 1- | FILE STAMPED |
| | J; W PLEA 10/2/95 | · · · · · · · · · · · · · · · · · · · |
| pdater | . , . | |
| eritier | | |
| | | |
| cknowledgment | | |
| | | |
| l l | | |

CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. | BrooksAmerica Mortgage Corporation | | | |
|------|--|--------------------|-----------------------|-------------|
| | (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATIO! abbreviations of like import in language as will clearly indicate that it is a corporation instead of a or partnership if not so contained in the name at present.) | √, or natur | words or al person | • |
| 2. | California 3. 95-40379 | 60 C49 | DIVISIO | |
| | (State or country under the law of which it is incorporated) (FEI number, | | viceble) | |
| | (i bet mattiable) | CO | /iicabie/ | |
| _ | Tahanama A. 1006 | ٿي | 1 1 1 | |
| 4. | February 4, 1986 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or | | 5 (0) | |
| | The second secon | ÷c. ⇔ ∴beit | erdar.) | |
| 6. | Upon Qualification | | | |
| | (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.)) | | | |
| | | | | |
| 7. | 6 Hutton Centre Drive, Suite 1020, Santa Ana, California 92707 | | | |
| | The state of the s | | | |
| | | | | |
| | (Current mailing address) | | | |
| | | | | |
| 8. | Provide Home Loan Financing on both Retail and Wholesale basis (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 T Corporation System | | | |
| ٠ | Office Address: Island Road Post Pine | | | |
| | Plantation , Florida, 33324 (Zip Code) | | | |
| Ha | Registered agent acceptance: ving been named as registered agent and to accept service of process for the above stated corpora signated in this application. I hereby accept the appointment as registered agent and agree to act in | tion e | at the place | æ |
| furt | ther agree to comply with the provisions of all statutes relative to the proper and complete performa | I TAIS | capacity. | 1 |
| ano | I am familiar with and accept the obligation of my position as registered agent. | iic o (| n my quu | US , |
| | C T Corporation System | | | |
| | | | | |
| | 11. 12. 17 | | | |
| | (Registered agent's signature) (Officer) | | | |
| | (izadistata adairia aiditatria) (Otticat) | | | |
| | M. T. Fitzpatrick, Assistant Secretary | | | |
| (FL | M. T. Fitzpatrick, Assistant Secretary -2189-11/16/94) (Type Name and Title of Officer) | | | |

- 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: _ | ichael Brooks |
| | | Hutton Centre Drive, Suite 1020 |
| | .5 | anta Ana. California 92707 |
| | Vice Chairm | an: |
| | Address: | |
| | Director: <u>see</u> | attached list of directors |
| | Address: | |
| | Director: | |
| | Address: | |
| В. | OFFICERS | |
| | President: _{Se} | e attached list of officers |
| | | |
| | Vice Preside | nt: |
| | | |
| | | · · · · · · · · · · · · · · · · · · · |
| | | |
| | Address: | |
| | | |

| Treasurer: | |
|------------------------------------|--|
| Address: _ | |
| 13. | nu may attach an addendum to the application listing additional officers |
| (Signature of Chairma application) | an, Vice Chairman, or any officer listed in number 12 of the |
| 14. Michael W. Br | ooks, President/CEO |
| (Typed or printed nan | ne and capacity of person signing application) |

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Directors of BrooksAmerica Mortgage Corporation

- Michael Brooks
 Hutton Centre Drive, Suite 1020
 Santa Ana, California 92707
- 2. Jerry Cottle 6 Hutton Centre Drive, Suite 1020 Santa Ana, California 92707
- 3. Stanley Kirst 6 Hutton Centre Drive, Suite 1020 Santa Ana, California 92707
- 4. Karen Brooks 6 Hutton Centre Drive, Suite 1020 Santa Ana, California 92707

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Officers of BrooksAmerica Mortgage Corporation

- Michael Brooks, Chief Executive Officer, President 6 Hutton Centre Drive, Suite 1020 Santa Ana, California 92707
- Jerry Cottle, Chief Executive Officer, Secretary 6 Hutton Centre Drive, Suite 1020 Santa Ana, California 92707
- Stanley Kirst, Executive Vice President 6 Hutton Centre Drive, Suite 1020 Santa Ana, California 92707



State of California

SECRETARY OF STATE



| CERTIFICATE | OF | STA | TUS |
|-------------|------|------|------|
| DOMESTIC CO | R PO | OR A | TION |

| I, | BILL . | JONES, | Secretary | of State | of the | State of | California, | hereby | certify: |
|----|--------|--------|-----------|----------|--------|----------|-------------|--------|----------|
|----|--------|--------|-----------|----------|--------|----------|-------------|--------|----------|

That on the _____day of _____FEBRUARY

,₀ 1/86

BROOKSAMERICA MORTGAGE CORPORATION

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this 29TH day of SEPTEMBER, 1995

BILL JONES Secretary of State

SEC/STATE FORM CE-112 (REV. 1-95)

94 25216

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS ASBROVED FILED

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

DIVISION OF CORPORATIONS

DOCUMENT #

F95000004767

Michael W. Brooks

1. Corporation Name

BROOKSAMERICA MORTGAGE CORPORATION

Principal Place of Business

Mailing Address

96 SEP 30 PM 3: 02

SECRETARY OF STATE TALLAHASSEE. FLORIDA

| SANTA ANA CA 92707 SANTA ANA | | | CA 92707 | | | | | |
|------------------------------|---|---------------------------------------|---|--|---------------------------------------|--------------------------------------|----------------------------------|--|
| If above h.s. | dresses are incorrect in any way, line th | rough incorrect in | nformation and enter co | prection below. | REI | NS I AND ENVER | IT 91 | |
| | icipal Office Address, If Applicable | | ng Office Address, If A | | 4. Date Inc. | orporated or Qualified | 02/1995 | |
| Suito, Apt. # | f, olc. | Suite, Apt. # | , etc. | ,, | 5. FEI Num | ių | Applied For | |
| lly & State | | City & State | | | - | 95-4037912 | Not Applicable | |
| ip | Country | Ζĺρ | Country | | - 6. CERTIFIC | CATE OF STATUS DESIRED 🔀 🔭 | Astronomic established | |
| Namer : | Street Addresses of Each Officer and | t/or Director = k | | | | | | |
| Title(s) | Name of Officers and/or Directors 2 | | Offic | et Address of Eac cer and/or Directo Post Office Box | rf | City / Stn | le / Zip | |
| COP | BROOKS, MICHAEL | | 6 HUTTON CENT | | | SANTA ANA CA 92707 | | |
| CEOS | COTTLE, JERRY | | 6 HUTTON CENT | RE DRIVE, SUI | TE 102 | SANTA ANA CA 92707 | <u> </u> | |
| EVD | KIRST, STANLEY | | 6 HUTTON CENT | RE DRIVE, SUI | TE 102 | SANTA ANA CA 92707 | <u></u> | |
| D | BROOKS, KAREN | · | 6 HUTTON CENT | RE DRIVE, SUI | TE 102 | SANTA ANA CA 92707 | | |
| | | | | | · · · · · · · · · · · · · · · · · · · | shiolin. | | |
| <u>-</u> | 8. Name and Address of Curren | t Registered Ag | ent | | 9. Neme ar | nd Address of New Registered A | gent | |
| CTC | ORPORATION SYSTEM | | | Name | | <u> </u> | | |
| | SOUTH PINE ISLAND ROAD | | | Street Address | • | ber is Not Acceptable) | | |
| PLANT | TATION FL 33324 | | | Suite, Apt. #, Et | c. E | 100001974 1 10-15/9601 | 1175003 | |
| • | | | | City | | ****383.75to | WANG83.75 | |
| igriature of legistered / | Agent | REGISTERED AC | D.F. HIC | KFY, AS | | Section 607.0505, F.S. Date | | |
| I1. Do De | pes this corporation pay ept. of Revenue under S | any intan . 199.032 | gible tax to th , Florida Statu | e _{utes.} Yes | □ No | (See other side on intan | e for information gible tax.) | |
| this rein: | that I am an officer or director or the rec statement application, the reason for dis y the corporation have been paid and th application is true and accurate, and my | solution has bee a names of indivi | n eliminated, the corpo duals listed on this for | rate name satisfic n do not qualify fo | is the requirem or an exemption | ents of section 507.0401 or 617.04 | 101, F.S., Inal all 1885 | |
| SIGNAT | FURE: SIGNATURE AND TYPED OR P | | SEGUE | BD _ | | 9/24/96 (914) | 241-0515 | |

FFICE OF THE COMPTROLLER APPLICATION FOR REFUND

BROOKSAMERICA MORTGAGE CORPORATION

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

| Name: | JOKSAMERICA | MORTGAGE CORPORATI | ION | EIN or SS#: | 95-4037912 |
|--|------------------------------------|--|------------------------------------|------------------------------|--------------------|
| Address: | 6 HUTTON | CENTRE DRIVE, STE. | 1020 | | |
| | SANTA ANA | A, CA 92707 | | | |
| Amount: \$10 | را ، ۱۶ خدد اع ، 1 0 | Date Paid02/ | 10/97 | | |
| Reason for clain | n: | OVERPAYMENT OF AM | ENDED ANNUA | L REPORT (F | 95000004767) |
| SCC/REIN | 03/04/97 | | | | |
| Certified true of Signate Must be comp | ind correct th | rity is other than Section | Marc del , Ve on 215.26, Flo | ic Musiki irida Statutes. | , 19 <u>97</u> |
| substantiale the | claim: A | For Agency Use fabove claim and submits in mount of recommended refused into use originally deposited into use or use | he following info ind \$ 103.75 | 非对对对的现 代 | |
| | | 1634-030 dated 0 | 2/10/97 | | funds deposited on |
| Statutory Author | | 617 | | | |
| It is requested the | OUNT: | sde from the following secon | | | |
| Certified true and | | 130001453000 dayof | | 02000 | |
| Department of St | ale Division of (Agracy) | (Authoriz | ed Signature and Tit | | |