

F96000000549

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: Northstar Mortgage Corporation
(Name of corporation - must include suffix)

500001695275
-01/23/96--01003--017
*****70.00 *****70.00

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:

Brian E. Schwartz
(Name of Person)
Northstar Mortgage Corporation
(Firm/Company)
14785 Preston Rd. Suite 275
(Address)
Dallas, TX 75240
(City, State and Zip Code)

12 2/1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB - 1 PM 2/4/1

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

Brian E. Schwartz at (214) 980-9994
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1996

BRIAN F. SCHWARTZ
NORTHSTAR MORTGAGE CORPORATION
14785 PRESTON RD #275
DALLAS, TX 75240

SUBJECT: NORTHSTAR MORTGAGE CORPORATION
Ref. Number: W9600000633

We have received your document for **NORTHSTAR MORTGAGE CORPORATION**, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

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.

The Federal Employer Identification number is comprised of nine digits. Please amend your document accordingly.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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.

Doug Dickinson
Document Specialist

Letter Number: 196A00000979



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 23, 1996

**NORTHSTAR MORTGAGE CORPORATION
SIGNATURE PLACE II
14785 PRESTON ROAD, SUITE 275
DALLAS, TX 75240**

**SUBJECT: NORTHSTAR MORTGAGE CORPORATION OF TEXAS
Ref. Number: W96000001643**

We have received your document for NORTHSTAR MORTGAGE CORPORATION OF TEXAS and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Your application was missing the transmittal letter and the second page of the application. Blank copies of these pages are enclosed for your convenience. Please also note that we cannot file your application without the original certificate of existence, which your post-it note indicates will be forthcoming under separate cover.

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) 487-6958.

Lee Rivers
Document Examiner


Letter Number: 296A00002784

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned BRIAN SCHWARTZ, do hereby certify
that this Resolution of the Board of Directors of NORTHSTAR MORTGAGE CORPORATION,
a corporation duly organized and existing under the laws of the State of TEXAS,
was duly adopted on APRIL 5, 1988.

Resolved, that NORTHSTAR MORTGAGE CORPORATION, organized
and existing in the State of TEXAS, hereby adopts the
name NORTHSTAR MORTGAGE CORPORATION OF TEXAS for use in Florida.

Dated: JANUARY 17, 1996


Signature of at least one director
BRIAN SCHWARTZ, PRESIDENT

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB -1 PM 2:41

**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. Northstar Mortgage Corporation d/b/a Northstar Mortgage Corporation of Texas
(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.)

75-2227383

2. TEXAS 3. 253022013303
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 5, 1988 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Projected as January 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 14785 Preston Rd. Suite 275
Dallas, TX 75240
(Current mailing address)

8. Purchase of single family residential mortgages.
(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: Douglas D. Wilkey

Office Address: 29121 U.S. 19 North, Suite 6

Clearwater

, Florida, 34621

(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.

Douglas D. Wilkey
(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.

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DIVISION OF CORPORATIONS
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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: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Brian Schwartz

Address: 6403 Gretchen Lane, Dallas, TX 75252

Vice President: John Farkas

Operations
Address: 14736 Dallas North Pkwy. #1108, Dallas, TX 75240

Secretary: Teresa Taylor

Address: 5159 Verde Valley Lane \$2105, Dallas, TX 75240

Treasurer: _____

Address: _____

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

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

Brian Schwartz, President
(Typed or printed name and capacity of person signing application)

ADDENDUM

Douglas D. Wilkey
Vice President Wholesale
1550 Patricia Avenue
Dunedin, Florida 34698

Leslie Tallas
Vice President Retail
Rt. 1, Jackson Road
Palmer, Tx 75152



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DIVISION OF CORPORATIONS
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The State of Texas

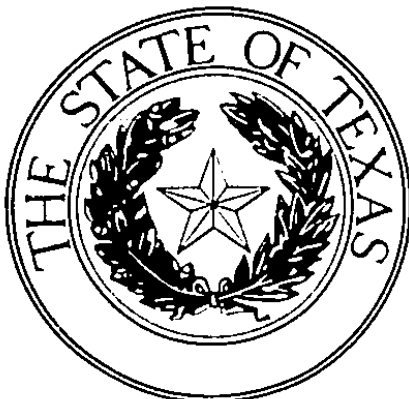
SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

NORTHSTAR MORTGAGE CORPORATION
CHARTER# 1073225

were filed in this office and a certificate of incorporation was issued on
APRIL 5, 1988;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on January 4, 1996.*

1077.

Antonio O. Garza, Jr.
Secretary of State

BAM