

F96000003101

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

600001867046
-06/19/96--01055--004
*****70.00 *****70.00

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

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:

Kristine J. McCaleb
(Name of Person)

Fidelity Mortgage Decisions Corporation
(Firm/Company)

300 Tri-State International, Suite 200
(Address)

Lincolnshire, IL 60069
(City/State/Zip)

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

Kristine McCaleb
(Name of Person)

at (847) 374-1852
(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 S.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO 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. Fidelity Mortgage Decisions Corporation
(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. Illinois, USA
(State or country under the law of which it is incorporated)
3. 36-401-3134
(FBI number, if applicable)
4. 4-13-95
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Business not yet transacted - awaiting Authority to do Business and Mortgage Lending
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.) License.
7. 300 Tri-State International, Suite 200, Lincolnshire, IL 60069

(Current mailing address)
8. General Business Purposes and Mortgage Banking
(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: (P.O. Box or Mail Drop Box acceptable)**

Name: CT Corporation System

Office Address: 1200 Pine Island Road

Plantation, Florida, 33324
(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.


(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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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: Robert K. Meriweather

Address: 300 Tri-State International, Suite 200
Lincolnshire, IL 60069

Vice Chairman: Michael C. Domingue

Address: 300 Tri-State International, Suite 200
Lincolnshire, IL 60069

Director: Thomas C. Schroeder

Address: 300 Tri-State International, Suite 200
Lincolnshire, IL 60069

Director: Roger S. Kriegshauser

Address: 300 Tri-State International, Suite 200
Lincolnshire, IL 60069

DIRECTOR: Cheryl J. Meriweather

ADDRESS: 300 Tri-State International, Suite 200,
Lincolnshire, IL 60069

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

President: Robert K. Meriweather

Address: 300 Tri-State International, Suite 200
Lincolnshire, IL 60069

Vice President: Michael C. Domingue

Address: 300 Tri-State International, Suite 200
Lincolnshire, IL 60069

Secretary: Thomas C. Schroeder


Address: 300 Tri-State International, Suite 200
Lincolnshire, IL 60069

Treasurer: Roger S. Kriegshauser

Address: 300 Tri-State International, Suite 200
Lincolnshire, IL 60069

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.

Robert K. Meriweather, President

(Typed or printed name and capacity of person signing application)

File Number 5829-357-1



To all to whom these Presents Shall Come, Greeting:

I, *George H. Ryan*, Secretary of State of the State of Illinois,
do hereby certify that **FIDELITY MORTGAGE DECISIONS CORPORATION, A
DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE
APRIL 13, 1995, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF
THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING
OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS
DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF
ILLINOIS*******



In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois this 11TH
day of APRIL A.D., 19 96

George H. Ryan
SECRETARY OF STATE