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F96000006895

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Centpointe Financial Corp.

☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other ucc Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. Crestpointe Financial Corp.

(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

(State or country under the law of which it is incorporated)

3. 52-2005888

(FEI number, if applicable)

4. December 10, 1996

(Date of incorporation)

5. Perpetual

(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 617.156, F.S.))

7. 650 CIT Drive, P.O. Box 491, Livingston, New Jersey 07039

(Current mailing address)

8. To conduct a vendor private label wholesale and retail finance business with
Manufactured Home dealers

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road


Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

Dwight A. Coats, Asst. V.P.

(Type Name and Title of Officer)

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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:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

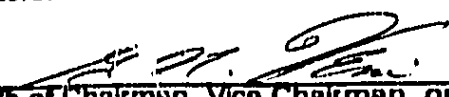
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. GUY VENT. Vice President _____
(Typed or printed name and capacity of person signing application)

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CRESTPOINTE FINANCIAL CORP.
(a Delaware Corporation)

OFFICERS

NAME	TITLE	BUS. ADDRESS	HOME
James J. Egan, Jr. SS#091-30-6982 Employment Date: 9/6/66	President	650 CIT Drive Livingston, NJ DOB:12/2/39 (New York, NY)	1415 Lamington Rd. Bedminster, NJ 7921
Richard W. Bauerband SS#010-42-3490 Employment Date: 6/5/69	Executive Vice Pres.	650 CIT Drive Livingston, NJ DOB:9/29/50 (Elizabeth, NJ)	30 Beech Avenue Madison, NJ 07940
Guy N. Veni SS#123-38-7292 Employment Date:1/17/69	Exec. Vice-Pres	650 CIT Drive Livingston, NJ DOB:9/24/47 (Brooklyn, NY)	10 Sanford Rd. Budd Lake, NJ 07626
Christine Reilly SS#122-46-8700 Employment Date:1/3/84	Vice Pres. Treasurer	650 CIT Drive Livingston, NJ DOB: 9/7/53	1 Deer Path Berkeley Heights, NJ 7828
Norman H. Rosen SS# 058-30-8067 Employment Date: 12/30/74	Senior Vice Pres. & General Counsel Secretary	650 CIT Drive Livingston, NJ DOB: 5/18/36	64 Franklin St. Englewood, NJ 07631

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DIRECTORS

James J. Egan, Jr.
Richard W. Bauerband
Guy N. Veni
Christine Reilly

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 "CRESTPOINTE FINANCIAL CORP." 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 SIXTEENTH DAY OF DECEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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

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AUTHENTICATION:

DATE:

8242056

12-16-96