

FILED
Mar 01, 1999 8:00 am
Secretary of State

03-01-1999 90021 006 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F97000005053

1. Corporation Name
FIDELITY MORTGAGE INC.

Principal Place of Business 8044 MONTGOMERY ROAD - STE 244 CINCINNATI OH 45236	Mailing Address % DELTA FUNDING CORPORATION 1000 WOODBURY RD. ATTN: LEGAL DEPT. WOODBURY NY 11797
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/26/1997	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 11-3360263	Applied For <input type="checkbox"/> Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes the current year intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent GRIPPA III, JOHN P 2000 PALM BEACH LAKES STE 1000 WEST PALM BEACH FL 33409		10. Name and Address of New Registered Agent	
		81 Name c/o CT Corporation System	
		82 Street Address (P.O. Box Number is Not Acceptable) 1200 South Pine Island RD	
		83	
		84 City Plantation	85 Zip Code FL 33324

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

see attached

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reappointing)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	POS <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GRIPPA III, JOHN P	2.1 NAME	
STREET ADDRESS	2000 PALM BEACH LAKES STE 1000	1.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	1.4 CITY-ST-ZIP	
TITLE	CD <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MILLER, HUGH	2.2 NAME	
STREET ADDRESS	1000 WOODBURY ROAD	2.3 STREET ADDRESS	
CITY-ST-ZIP	WOODBURY NY	2.4 CITY-ST-ZIP	
TITLE	VD <input type="checkbox"/> DELETE	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MILLER, MARC	3.2 NAME	
STREET ADDRESS	1000 WOODBURY ROAD	3.3 STREET ADDRESS	
CITY-ST-ZIP	WOODBURY NY	3.4 CITY-ST-ZIP	
TITLE	VD <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BLASS, RICHARD	4.2 NAME	
STREET ADDRESS	1000 WOODBURY ROAD	4.3 STREET ADDRESS	
CITY-ST-ZIP	WOODBURY NY	4.4 CITY-ST-ZIP	
TITLE	VT <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SANZ, RICARDO R	5.2 NAME	
STREET ADDRESS	8044 MONTGOMERY ROAD, #224	5.3 STREET ADDRESS	
CITY-ST-ZIP	CINCINNATI OH	5.4 CITY-ST-ZIP	
TITLE	VAS <input checked="" type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CLARK, JAMES E	6.2 NAME	
STREET ADDRESS	8044 MONTGOMERY ROAD STE 244	6.3 STREET ADDRESS	
CITY-ST-ZIP	CINCINNATI OH	6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

Richard Blass

Richard Blass

1/ 26 /99

516-364-8500

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Telephone

CR2F034 (11/98)

20 P. 02 TOTAL P. 02 mailed 1/12/99. RRE# Z 343 426 055

F970000005053
608493-90006

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Fidelity Mortgage Inc.
2. The mailing address of the corporation is: Fidelity Mortgage Inc.
c/o Delta Funding Corporation - Attn: Legal Dept.
1000 Woodbury RD, Woodbury NY 11797
3. Date of incorporation/qualification: 9/26/97 Document number: F97000005053
4. The name and address of the current registered agent and office:

John P. Grippa III

2000 Palm Beach Lakes STE 1000

West Palm Beach FL 33409

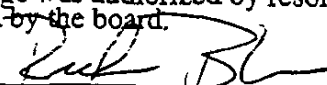
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
CT Corporation System
c/o CT Corporation System

1200 South Pine Island RD

Plantation FL 33324

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or vice chairman of the board)

1/11/99

(Date)

Richard Blass / Treasurer

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.


(Signature of Registered Agent)

1/6/1999
(Date)

If signing on behalf of an entity:

Patrick A. Nolan
Assistant Secretary

(Typed or Printed Name)

(Capacity)

*** FILING FEE: \$35.00 ***