

F-970000006759

TRANSMITTED LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Commercial Federal Mortgage Corporation

(Name of corporation - must include suffix)

100002356731--5
-11/25/97--01053-010
*****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.

W97-26602

Please return all correspondence concerning this matter to the following:

Chris Goodrich, Legal Compliance Specialist

(Name of Person)

Commercial Federal Mortgage Corporation

(Firm/Company)

2120 S. 72nd St.

(Address)

Omaha, NE 68124

(City/State/Zip)

Pg 553

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

Chris Goodrich

(Name of Person)

at (402) 390-5330

(Area Code & Daytime Telephone Number)

SECRETARY OF
TALLAHASSEE FLORIDA

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12/22

COURIER ADDRESS:

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

MAILING ADDRESS:

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



December 16, 1997

Florida Department of State
Attn: Freta Lott
Corporate Specialist Supervisor
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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97 DEC 19 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Letter Number: 797A00056426
Reference Number: W97000026602
Commercial Federal Mortgage Corporation (CFMC)
Your Letter of November 26, 1997

Dear Ms. Lott:

This is to follow up your correspondence of the above date. Please accept this letter as a sworn Affidavit that:

1. The date listed that CFMC started transacting business in Florida was incorrect and should not have been listed as 1992, but instead should have been 1997.
2. Commercial Federal was involved in activities pursuant to Florida Statute Section 607.1501(2)(g)(h)(i) and that such activities do not constitute transacting business within the requirement of Florida Statutes to obtain a Certificate of Authority to do business in the State of Florida.
3. CFMC is presently submitting a request for a Certificate of Authority from the Florida Department of State to be effective in 1997 and have submitted the required \$70 fee, which is currently being retained by the Florida Department of State.

Please advise if the above information fulfills your request contained in your letter of the above date. We will look to be receiving our Certificate of Authority in the near future. If there are problems, please contact me directly at (402) 390-5165. Thanks for your assistance.

Sincerely,

Dennis D. Thomas
Compliance & Legal Services Manager
Assistant Vice President

DT/cac

The foregoing instrument was acknowledged before me this 17 day of December 1997, by Dennis Thomas, Assistant Vice President of Commercial Federal Bank, a Federal Savings Bank.



Notary Public

Corporate Headquarters
P.O. Box 1103
2120 South 72nd Street
Omaha, Nebraska 68101



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 26, 1997

CHRIS GOODRICH, LEGAL COMPLIANCE
COMMERCIAL FEDERAL MORTGAGE CORPORATION
2120 S. 72ND ST.
OMAHA, NE 68124

SUBJECT: COMMERCIAL FEDERAL MORTGAGE CORPORATION
Ref. Number: W97000026602

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

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$5965.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 797A00056426

**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. Commercial Federal Mortgage 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. Nebraska 3. 47-0659799
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 1, 1983 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1992 - Registered with the Office of the Comptroller
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Commercial Federal Mortgage Corporation
2120 S. 72nd St. Omaha, NE 68124
(Current mailing address)

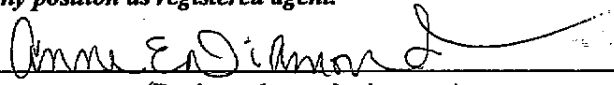
8. Purchasing, Servicing & Originating Residential Mortgage Loans
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

SECRETARY
ALLIANCE
FLORIDA
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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.

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: James A. Laphen

Address: 2120 S. 72nd
Omaha, NE 68124

~~XXXXXX~~
DIRECTOR
Vice Chairman: William A. Fitzgerald

Address: 2120 S. 72nd St.
Omaha, NE 68124

Director: Margaret E. Ash

Address: 4501 Dodge St.
Omaha, NE 68132

Director: Gary L. Matter

Address: 2120 S. 72nd St.
Omaha, NE 68124

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

President: Margaret E. Ash

Address: 4501 Dodge St.
Omaha, NE 68132

Sr. Vice President: Gary D. White

Address: 2120 S. 72nd St.
Omaha, NE 68124

Secretary: Anthony J. Krings

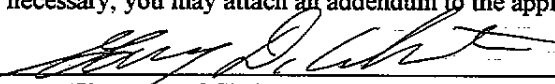
Address: 2120 S. 72nd St.
Omaha, NE 68124

Treasurer: Anthony J. Krings

Address: 2120 S. 72nd St.
Omaha, NE 68124

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Gary D. White, Sr. Vice President
(Typed or printed name and capacity of person signing application)

(DIRECTOR)
AS OF 11/26/96

COMMERCIAL FEDERAL MORTGAGE CORPORATION

<u>DIRECTORS</u>	<u>BUSINESS ADDRESS</u>	<u>HOME ADDRESS</u>
Gary D. White SS# 144-34-0980 Date taking office: 5/1/94	2120 S. 72nd St. Omaha, NE 68124	9371 N St. Omaha, NE 68127
Margaret E. Ash SS# 524-76-3284 Date taking office: 9/18/91	4501 Dodge St. Omaha, NE 68132	1534 S. 154th St. Omaha, NE 68144
William A. Fitzgerald SS# 506-40-3736 Date taking office: 6/18/90	2120 S. 72nd St. Omaha, NE 68124	681 N. 57th St. Omaha, NE 68132
James A. Laphen SS# 176-40-5901 Date taking office: 6/22/89	2120 S. 72nd St. Omaha, NE 68124	9919 Esses Dr. Omaha, NE 68114
Gary L. Matter SS# 206-34-1679 Date taking office: 1/20/93	2120 S. 72nd St. Omaha, NE 68124	620 N. 158th St. Omaha, NE 68118
Joy Narzisi SS# 508-78-3653 Date taking office: 12/21/91	2120 S. 72nd St. Omaha, NE 68124	311 S. 51st St. Omaha, NE 68132

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TAMM HASSLER
STATE BAR OF FLORIDA

(OFFICERS)
AS OF 11/26/96

COMMERCIAL FEDERAL MORTGAGE CORPORATION

<u>OFFICERS</u>	<u>BUSINESS ADDRESS</u>	<u>HOME ADDRESS</u>
PRESIDENT Margaret E. Ash SS# 524-76-3284	4501 Dodge St. Omaha, NE 68124 Date taking office: 9/25/95	1634 S. 154th St. Omaha, NE 68144
SR.VICE PRESIDENT Gary D. White SS# 144-34-0980	2120 S. 72nd St. Omaha, NE 68124 Date taking office: 5/1/94	9371 N St. Omaha, NE 68127
SR.VICE PRESIDENT James C. Palmer SS# 508-50-1180	9850 M St. Omaha, NE 68127 Date taking office: 12/1/86	16816 H Circle Omaha, NE 68135
SR.VICE PRESIDENT David E. Gunter, Jr. SS# 513-34-2370	13506 W. Maple Rd. Omaha, NE 68164 Date taking office: 9/1/87	16405 Pasadena Circle Omaha, NE 68130
SR.VICE PRESIDENT Ronald P. Cheffer SS# 340-40-3668	2120 S. 72nd St. Omaha, NE 68124 Date taking office: 11/4/93	436 N. 61st St. Omaha, NE 68132
SR.VICE PRESIDENT John J. Griffith SS# 506-82-7088	2120 S. 72nd St. Omaha, NE 68124 Date taking office: 2/1/92	14617 Ohio St. Omaha, NE 68116
SR.VICE PRESIDENT Joy J. Narzisi SS# 508-78-3653	2120 S. 72nd St. Omaha, NE 68124 Date taking office: 9/25/95	311 S. 51st St. Omaha, NE 68132
SR.VICE PRESIDENT Jon Stephenson SS# 441-48-9316	301 S. Broadway Ada, OK 74820 Date taking office: 9/25/95	1816 E. 15th Ada, OK 74820
SR.VICE PRESIDENT Terry Taggart SS# 512-62-3971	9111 W. Bowles Ave. Littleton, CO 80123 Date taking office: 9/25/95	14 Mountain Laurel Dr. Littleton, CO 80127
SR.VICE PRESIDENT Gary Baugh SS# 512-40-1212	120 S. Main St. Wichita, KS 67202 Date taking office: 2/20/96	1250 N. Pinegrove Ct. Wichita, KS 67212
SR.VICE PRESIDENT Dale Uher SS# 506-82-6515	4470 Farnam St. Omaha, NE 68131 Date taking office: 11/26/96	543 N. 86th St. Omaha, NE 68114
VICE PRESIDENT Kathleen Barrett SS# 506-90-8901	4501 Dodge St. Omaha, NE 68132 Date taking office: 1/1/90	4412 Spring St. Omaha, NE 68105
VICE PRESIDENT Rhonda Humpal SS# 480-72-7698	4470 Farnam St. Omaha, NE 68131 Date taking office: 2/10/94	9217 Timberline Dr. Omaha, NE 68152

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SECRETARY OF STATE
MILLERS FALLS
IOWA

(OFFICERS) cont'd page 2

VICE PRESIDENT

Cynthia S. Lapole
SS# 506-82-5403

2120 S. 72nd St.
Omaha, NE 68124
Date taking office: 9/1/89

11320 Corby St.
Omaha, NE 68164

VICE PRESIDENT

Sharlot E. Knauss
SS# 441-66-9735

9850 M St.
Omaha, NE 68127
Date taking office: 9/25/95

7531 Howard St. #204
Omaha, NE 68114

SECRETARY/TREASURER

VICE PRESIDENT

Anthony J. Krings
SS# 508-96-4920

2120 S. 72nd St.
Omaha, NE 68124

4844 William St.
Omaha, NE 68106

VICE PRESIDENT

David W. Harris
SS# 510-78-3042

120 S. Main
Wichita, KS 67202
Date taking office: 9/25/95

2377 S. Cypress
Wichita, KS 67207

VICE PRESIDENT

Ron Horner
SS# 503-86-8964

2120 S. 72nd St.
Omaha, NE 68124
Date taking office: 9/25/95

1014 S. 51st Ave.
Omaha, NE 68106

VICE PRESIDENT

Stephanie E. Kramer
SS# 482-84-7672

4501 Dodge St.
Omaha, NE 68132
Date taking office: 2/20/96

725 1800 St.
Earling, IA 51530

VICE PRESIDENT

Kathy L. Anderson
SS# 228-17-6450

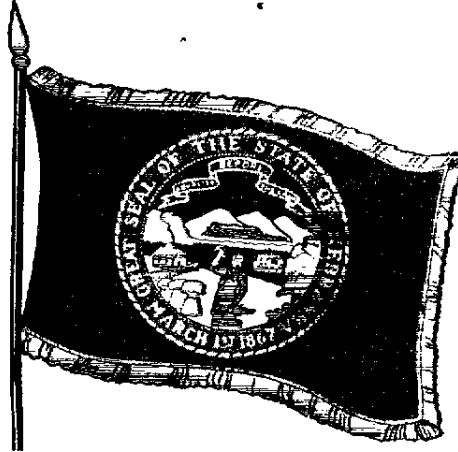
4501 Dodge St.
Omaha, NE 68132
Date taking office: 11/26/96

4329 N. 142nd Ave.
Omaha, NE 68164

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF

NEBRASKA



United States of America,
State of Nebraska

} ss.

Department of State
Lincoln, Nebraska

I, Scott Moore, Secretary of State of the State of Nebraska do hereby certify;

COMMERCIAL FEDERAL MORTGAGE CORPORATION

was duly incorporated under the laws of this state on April 1, 1983, and do further certify that no occupation taxes assessed are unpaid and no annual reports are delinquent; articles of dissolution have not been filed; and said corporation is in existence as of the date of this certificate.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

In Testimony Whereof,

I have hereunto set my hand and affixed the Great Seal of the State of Nebraska on November 19 in the year of our Lord, one thousand nine hundred and ninety-seven.



Scott Moore

SECRETARY OF STATE