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CORPORATION(S) NAME

Guaranty Home Equity Corporation

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. GUARANTY HOME EQUITY 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. WISCONSIN 3. 39-1801203
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 16, 1994 5. PERPETUAL
(Date of incorporation) (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 817.156, F.S.))

7. 4000 W. BROWN DEER RD.
MILWAUKEE, WI 53209-1221
(Current mailing address)

8. CONSUMER/MORTGAGE LENDING
(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)
Francis P. Regan, Assistant Secretary
(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: PLEASE SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: PLEASE SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

Secretary: _____

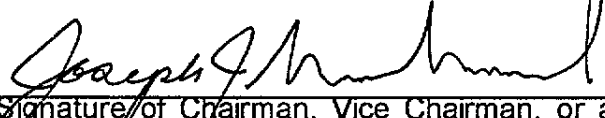
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Treasurer: _____

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. JOSEPH J. MUNDWILER - PRESIDENT
(Typed or printed name and capacity of person signing application)

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GB H.O.M.E. EQUITY

...making futures brighter!
a subsidiary of Guaranty Bank, SSB

4000 W. Brown Deer Road ● Milwaukee, WI 53209-1221
● phone: 414/362-5700
● toll free: 800/899-9504
● fax: 414/362-5620

GUARANTY HOME EQUITY CORPORATION OFFICERS AND DIRECTORS

1998

Joseph J. Mundwiler, President
Guranty Home Equity Corp.
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-362-5751

David J. Schalk, Vice President
Guranty Home Equity Corp.
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-362-5753

Bonnie E. Schlieve, Vice President
Guranty Home Equity Corp.
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-362-5741

Amy K. Honerlaw, Vice President
Guranty Home Equity Corp.
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-362-5749

Jeff Baumbach, Assistant Vice President
Guranty Home Equity Corp.
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-362-5735

Michael Desorcy, Assistant Vice President
Guranty Home Equity Corp.
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-365-6620

Nina Johnson, Assistant Vice President
Guranty Home Equity Corp.
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-362-5739

Daniel Kindl, Assistant Vice President
1100 Jorie Blvd., Ste #355
Oakbrook, IL 60521
630-571-4490

Thomas Carthron, Assisant Vice President
4360 Georgetown Sq., Ste 817
Atlanta, GA 30338
770-986-4154

Timothy Gillis, Assistant Vice President
9900 SW Greenburg Rd., Ste 190
Tigard, OR 97223
(503) 620-3705

Brian S. Levy, Secretary
Guranty Home Equity Corp.
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-362-5610

Thomas E. Hemmings, Treasurer*
Guranty Home Equity Corp.
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-365-6628
*elected 11/25/97

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Phillip Stark, Director
Stark Realtors
717 John Nolen Dr.
Madison, WI 53713
608-256-9011

Bruce Wynn, Director
Wynn Capital Management
777 E. Wisconsin Ave., Ste 1950
Milwaukee, WI 53202
414-276-9966

Douglas S. Levy, Director
Guaranty Bank
4000 W. Brown Deer Rd.
Milwaukee, WI 53209
414-362-4720

Michael Bamberger, Director*
Beck Chaet Loomis Molony & Bamberger
Two Plaza East, Ste 1085
330 E. Kilbourn
Milwaukee, WI 53202
**elected 3/2/95 (Feb 1995 Mtg.)*
414-273-4200

Peter S. Grossman
Weyco
234 E. Reservoir Ave.
Milwaukee, WI 53212
414-263-8886

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United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Present Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that

GUARANTY HOME EQUITY CORPORATION

is a domestic corporation organized under the laws of this state and that its date of incorporation is August 16, 1994.

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I further certify that said corporation has, during its most recently completed report year, filed with this department an annual report required by sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes, and that it has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on January 21, 1998.



Richard L. Dean
Richard L. Dean, Secretary
Department of Financial Institutions

BY: *Bernice Smith*

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.