

F98000000545

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ASSOCIATED LENDERS INC.
(Name of corporation - must include suffix)

800002389158--5
-01/05/98--01033--001
*****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.

Please return all correspondence concerning this matter to the following:

W98-318

MAUREEN O'BRIEN
(Name of Person)

ASSOCIATED LENDERS INC
(Firm/Company)

2815 CAMINO DEL RIO SOUTH 3RD FLOOR
(Address)

SAN DIEGO CA 92108
(City/State/Zip)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 29 PM 3:35

mtm
1/29

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

MAUREEN O'BRIEN at (619) 292-8238
(Name of Person) (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 Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 7, 1998

MAUREEN O'BRIEN
ASSOCIATED LENDERS INC.
2815 CAMINO DEL RIO SOUTH 3RD FL
SAN DIEGO, CA 92108

SUBJECT: ASSOCIATED LENDERS, INC.
Ref. Number: W98000000318

Corrected
RUSH

- ✓ We have received your document for ASSOCIATED LENDERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):
- ✓ The registered agent must sign accepting the designation.
- ✓ Please list the street address of each officer/director. If the officer/director does not have a street address, list a P.O. Box and write (N/A) beside the box number.
- ✓ A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 498A00000771

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RECEIVED
98 JAN 29 PM 3:18
DIVISION OF CORPORATIONS

**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. ASSOCIATED LENDERS, INC
(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. CALIFORNIA 3. 33-0471055
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6/10/91 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 817.155, F.S.))
7. 2815 CAMINO DEL RIO SOUTH 3RD FLOOR
SAN DIEGO, CA 92108
(Current mailing address)
8. 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: (P.O. Box or Mail Drop Box NOT acceptable)

Name: NATIONSCORP REGISTERED AGENTS, INC.
Office Address: 526 EAST PARK AVE
TALLAHASSEE, Florida, 32301
(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.

Ed Hand, Pres.
(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: NA

Address: /

Vice Chairman: NA

Address: /

Director: THERESA STRUYK

Address: 11323 ALEJO LANE

SAN DIEGO CA 92124

Director: NA

Address: /

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

President: JAMES E. POTTS

Address: 2445 WILBUR AVENUE

SAN DIEGO CA 92109

Vice President: N/A

Address: /

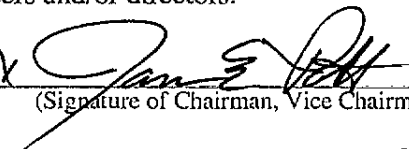
Secretary: JAMES E. POTTS

Address: SAME

Treasurer: JAMES E. POTTS

Address: SAME

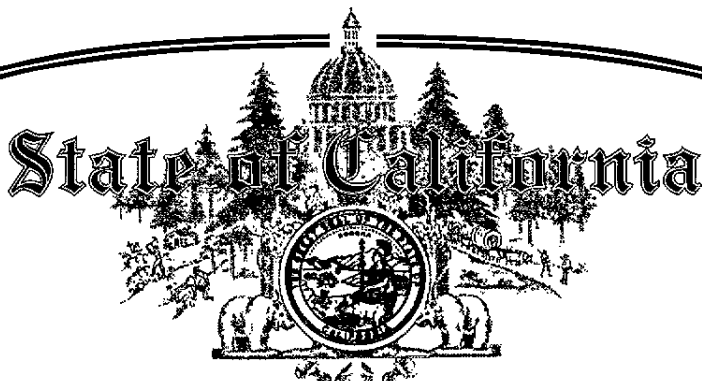
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. JAMES E POTTS, PRESIDENT
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 10TH day of JUNE, 19 91,

ASSOCIATED LENDERS, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation, nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended or the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

DECEMBER 29, 1997



Bill Jones

Secretary of State