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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations *CUSTOM MORTGAGE, INC. jba*

SUBJECT: CUSTOM CAPITAL CORPORATION
(Name of corporation - must include suffix)

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:

JOSEPH V. WALLACE

(Name of Person)

CUSTOM MORTGAGE, INC.

(Firm/Company)

1712 N. MERIDIAN ST., SUITE 300

(Address)

INDIANAPOLIS, IN 46202-1497

(City/State/Zip)

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

Joseph V. Wallace at (317) 920-5400

(Name of Person)

(Area Code & Daytime Telephone Number)

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*****78.75 *****78.75

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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

CORPORATE RESOLUTION

A special meeting of the Board of Directors was called this 29th day of January, 1998. All members of the Board were present and the following resolution was unanimously passed:

For Custom Mortgage, Inc. to do business in the state of Florida as Custom Capital Corporation.

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Please find affixed all signatures of the Board of Directors affirming this resolution this 29th day of January, 1998.


Frank D. Rowe Jr.

President


Joseph V. Wallace

Secretary/Treasurer

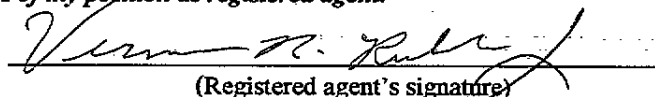
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. CUSTOM MORTGAGE, 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. Indiana
(State or country under the law of which it is incorporated)
3. 35-1781503
(FEI number, if applicable)
4. 10/13/89
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Not yet
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1712 N. Meridian St., Suite 300, Indianapolis, IN 46202-1497
(Current mailing address)
8. Mortgage Lender
(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: Vernon R. Ruble Jr.
- Office Address: 11930 Colina Dr., Apt. 157
Seminole, Florida, 33772
(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.


(Registered agent's signature)

Vernon R. Ruble Jr.

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)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Same as Officers

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Frank D. Rowe Jr.

Address: 1712 N. Meridian St., Ste 300

Indianapolis, IN 46202-1497

Exec Vice President: Joseph V. Wallace

Sec/Treas.

Address: 1712 N. Meridian St., Ste 300

Indianapolis, IN 46202-1497


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. Joseph V. Wallace Executive Vice-President

(Typed or printed name and capacity of person signing application)

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

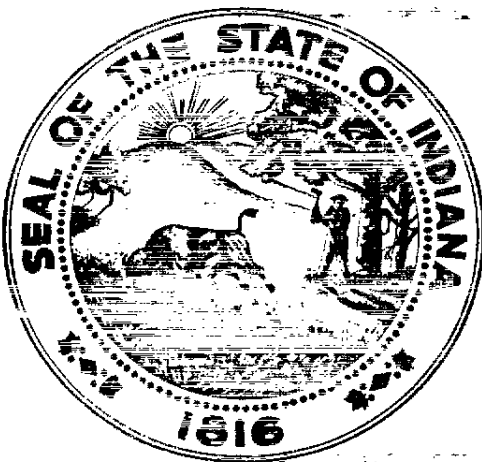
I further certify that records of this office disclose that

CUSTOM MORTGAGE, INC.

filed Articles of Incorporation on October 13, 1989, and is a corporation duly organized and existing under and by virtue of the laws of the State of Indiana.

I further certify this corporation has filed its most recent annual report required by Indiana law with the Secretary of State, or is not yet required to file such annual reports, and that Articles of Dissolution have not been filed.

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In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Fourth day of November, 1997.

Sue Anne Gilroy
SUE ANNE GILROY, Secretary of State

KJ
Deputy