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FILING COVER SHEET

REFERENCE:

0173.1605

DATE:

2-11-98

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

Town & Country Credit Corporation

STATE FEES PREPAID WITH CHECK #

8687

FOR \$

70.00

200002427472--0

-02/11/98--01038--008

*****70.00 *****70.00

PLEASE FILE:

☒ ARTICLES OF INC.

☐ AMENDMENT

☐ DISSOLUTION

☐ ANNUAL REPORT

☒ QUALIFICATION

☐ LIMITED PARTNERSHIP

☐ ANNUAL REPORT

☐ FICTITIOUS NAME

☐ LIMITED LIABILITY

☐ REINSTATEMENT

☐ UCC-1

☐ UCC-3

PROVIDE US WITH:

☐ CERTIFIED COPY

☐ CERTIFICATE OF STATUS

☒ STAMPED COPY
RECEIVED
98 FEB 11 AM 11:03
DIVISION OF CORPORATION

Examiner's Initials

**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. Town & Country Credit 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. Delaware
(State or country under the law of which it is incorporated)
3. 33-0749128
(FEI number, if applicable)

4. March 25, 1997
(Date of Incorporation)
5. Perpetual
(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. 2600 Michelson Drive, Suite 300
Irvine, CA 92612
(Current mailing address)

8. Residential lending and related activities.
(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: National Registered Agents, Inc.

Office Address: 526 E. Park Avenue

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.

Charles Baclet, Vice President
CHARLES BACLET, V.P. (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) See Attached

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

See Attached

President: _____

Address: _____

Vice President: _____

Address: _____

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. President C.O.O.
(Typed or printed name and capacity of person signing application)

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TOWN & COUNTRY CREDIT CORPORATION

Principal Officers and Directors

(February, 1998)

OFFICER/TITLE	BUSINESS ADDRESS
Jeffrey A. Walsh President & Chief Operating Officer	2600 Michelson Drive, Suite 300 Irvine, CA 92612
Norman Robert Gritsch Secretary	2600 Michelson Drive, Suite 300 Irvine, CA 92612
Paul Robert Lyons Vice President	2600 Michelson Drive, Suite 300 Irvine, CA 92612
Daniel Cornelius Upton Vice President	2600 Michelson Drive, Suite 300 Irvine, CA 92612
Ronald Joseph Black Vice President, Treasurer & Controller	2600 Michelson Drive, Suite 300 Irvine, CA 92612
Rhonda L. NewComer Assistant Secretary	1100 Town & Country Road, 11 th Floor Orange, CA 92868

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DIRECTORS	BUSINESS ADDRESS
William Lee Cook	2600 Michelson Drive, Suite 300 Irvine, CA 92612
Norman Robert Gritsch	2600 Michelson Drive, Suite 300 Irvine, CA 92612
Judith Lynn Hopkinson	2600 Michelson Drive, Suite 300 Irvine, CA 92612

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TOWN & COUNTRY CREDIT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF JANUARY, A.D. 1998.

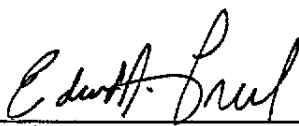
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

8895415

01-30-98