

CSC
THE UNITED STATES
CORPORATION
COMPANY

980000003388

ACCOUNT NO. : 072100000032

REFERENCE : 848443 7117107

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 8, 1998

ORDER TIME : 9:57 AM

ORDER NO. : 848443-010

CUSTOMER NO: 7117107

CUSTOMER: Ms. Felicia Welch
Pacific Shore Funding
Suite #200
23101 Lake Center Drive
Lake Forest, CA 92630

700002558167--2
-06/12/98--01048--022
*****35.00 *****35.00

700002558167--2
-06/16/98--01005--001
***1185.00 ***1185.00

FOREIGN FILINGS

NAME: PACIFIC SHORE FUNDING INC

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX PLAIN STAMPED COPY

CONTACT PERSON: Robert Maxwell

w98-13567
p. 614
W 6/13
FILED
98 JUN 12 PM 3:52
RECEIVED
98 JUN 12 AM 10:38
TALLAHASSEE FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 12, 1998

CSC
ATTN: ROBERT MAXWELL

SUBJECT: PACIFIC SHORE FUNDING INC.
Ref. Number: W98000013567

RESUBMIT

Please give original
submission date as

We have received your document for PACIFIC SHORE FUNDING INC. and check(s) totaling \$35.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

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 \$1,150.00.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 198A00033000

RESUBMIT

Please give original
submission date as file date.

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98 JUN 15 PM 3:20

DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 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. Pacific Shore Funding 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

(State or country under the law of which it is incorporated)

3. 33-0252433

(FEI number, if applicable)

4. 5-15-89

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. February 4, 1997

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 2301 Lake Center Dr., Ste. 900

Lake Forest, CA 92620

(Current mailing address)

8. 1st and 2nd trust deeds

(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: Corporation Service Company

Office Address: 1201 Hays Street

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.

By: Michael Stutts

Corporation Service Company

(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)

See attached list of officers/directors

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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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. _____

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

Edward Francis Eaton
626A Clubhouse Drive
Newport Beach, Ca 92336
(714) 675-6249
Birthdate: 04-24-59
S.S.# 219-68-7873

CEO/Secretary/Director
75% Ownership

Chris Lombardi
31981 Via Favo Real
Coto de Caza, CA 92679
(714)855-4340
Birthdate: 04-14-53
S.S.# 275-54-3561

President/Director
25% Ownership

Robin Georgette Groe
14 Big Dipper Court
Newport Beach, CA 92336
(714)631-1980
Birthdate: 11-09-63
S.S.# 479-84-3205

Vice President

Doreen Rose Caughman
255 Avenue Montalvo #2
San Clemente, CA 92692
(714)366-2105
Birthdate: 01-03-63
S.S.# 523-17-2703

CFO

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TALLAHASSEE FLORIDA

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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

That on the 15th day of May, 1998

PACIFIC SHORE FUNDING

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

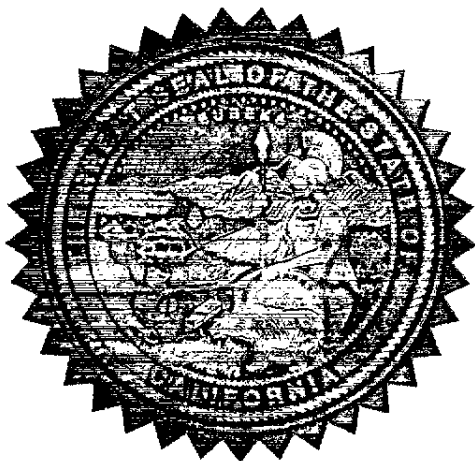
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

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

June 10, 1998



Bill Jones

Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA