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DYNEK

DYNEK FINANCIAL INC.
10900 NUCKOLS ROAD, SUITE 300
GLEN ALLEN, VIRGINIA 23060
TELEPHONE 804-217-6000
FAX 804-217-5965

June 16, 1998.

Qualification/Tax Lien Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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

Re: Qualifying Certificate of Authority

Dear Sir or Madam,

Please find enclosed the Application for Authority of Dynex Home Loan, Inc to conduct business within the State of Florida.

Also enclosed is the following:

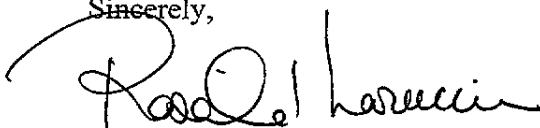
- 1) A check in the amount of \$78.75 in order to process our application. A further amount of \$8.75 for a certificate of status has been taken into account to the \$70.00 filing fee.
- 2) An original Certificate of Good Standing from the Virginia State Corporation Commission.
- 3) Addendum 12 listing Current Officers and Directors of Dynex Home Loan, Inc.

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If you have any questions or need any additional information, please do not hesitate to contact me at (804) 217-5848.

Sincerely,



Rosalind A. Laruccia
Licensing Coordinator

Enclosures

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DYNEX HOME LOAN, INC.
(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:

Rosalind A. Laruccia
(Name of Person)

Dynex Home Loan, Inc.
(Firm/Company)

10900 Nuckols Rd., third Floor
(Address)

Glen Allen, Virginia 23060
(City/State/Zip)

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

Rosalind A. Laruccia at (804) 217-5848
(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

**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. Dynex Home Loans, 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. Virginia
(State or country under the law of which it is incorporated)
3. 54-1899057
(FEI number, if applicable)
4. May 19, 1998
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. September 30, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 10900 Nuckolls Rd., Third Floor
Glen Allen, Virginia 23060
(Current mailing address)
8. The purchase and refinancing of single Family mortgages
(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)**

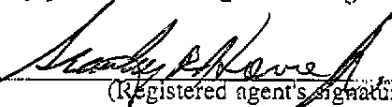
Name: The Prentice Hall Corporation System, Inc.

Office Address: 120 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.


(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) See Addendum 12, Attached Hereto

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) See Addendum 12, attached Hereto

President: _____

Address: _____

Vice President: _____

Address: _____

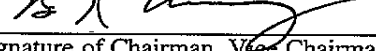
Secretary: _____

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. Brian K. Murray President and Director
(Typed or printed name and capacity of person signing application)

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**LIST OF CURRENT OFFICERS AND DIRECTORS
OF**

**DYNEX HOME LOAN, INC.
*Addendum 12***

<u>Name and Title</u>	<u>Residence Address</u>	<u>Business Address</u>
Brian K. Murray President and Director	9172 Ivy Banks Dr. Mechanicsville, VA 23111	10900 Nuckols Rd., Third Floor Glen Allen, VA 23060
Steven Gill Senior Vice President	2930 Summerchase Lane Goochland, VA 23063	10900 Nuckols Rd., Third Floor Glen Allen, VA 23060
Richard Chapman Vice President	2837 Queensland Dr. Richmond, VA 23294	10900 Nuckols Rd., Third Floor Glen Allen, VA 23060
Stephen J. Benedetti Secretary /Treasurer Director	13204 Herringbone Ct Richmond, VA 23233	10900 Nuckols Rd., Third Floor Glen Allen, VA 23060
Lynn K. Geurin Director	6000 Oxbury Ct. Glen Allen, VA 23060	10900 Nuckols Rd., Third Floor Glen Allen, VA 23060

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

DYNEX HOME LOAN, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is May 19, 1998.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: June 08, 1998

William J. Bridge

William J. Bridge, Clerk of the Commission