

Document Number Only

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

600002631206--0

-09/02/98--01045--017

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

TCF Real Estate Financial Services, Inc.

98 SEP -2 PM 12:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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9/2

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

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☐ Photo Copies

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☐ UCC-1 UCC-3

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Thanks, Melanie

SEP 2 - 1998

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98 SEP -2 AM 11:06
DIVISION OF CORPORATION

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. TCF Real Estate Financial Services, 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. Minnesota

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

3. 41-1775115

(FEI number, if applicable)

4. February 7, 1994

(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 817.156, F.S.))

7. 801 Marquette Avenue

Minneapolis, MN 55402

(Current mailing address)

8. consumer lending and purchase of installment paper

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Michelle R. Gustafson

(Registered agent's signature) (Officer)

Michelle R. Gustafson, Asst Secy

(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: Lynn A. Nagorske

Address: 801 Marquette Avenue

Minneapolis, MN 55402

Vice Chairman: _____

Address: _____

Director: * SEE ATTACHED *

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: Alan C. Hubbell

Address: 801 Marquette Ave

Minneapolis, MN 55402

Vice President: * SEE ATTACHED *

Address: _____


Secretary: R. E. Topoluk

Address: 801 Marquette Ave.

Minneapolis, MN 55402

Treasurer: Ronald J. Palmer
Address: 801 Marquette Ave
Minneapolis, MN 55402

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. R.E. Topoluk, Secretary
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

TCF Real Estate Financial Services, Inc.

DIRECTORS:

NAME	ADDRESS
William A. Cooper	801 Marquette Ave., Minneapolis, MN 55402
Thomas A. Cusick	801 Marquette Ave., Minneapolis, MN 55402
Lynn A. Nagorske, Chairman	801 Marquette Ave., Minneapolis, MN 55402
Gregory J. Pulles	801 Marquette Ave., Minneapolis, MN 55402
Alan C. Hubbell	801 Marquette Ave., Minneapolis, MN 55402
John F. Schroeder	801 Marquette Ave., Minneapolis, MN 55402
Ronald J. Palmer	801 Marquette Ave., Minneapolis, MN 55402
William E. Dove	801 Marquette Ave., Minneapolis, MN 55402

OFFICERS:

NAME	ADDRESS
Alan C. Hubbell, President	801 Marquette Ave., Minneapolis, MN 55402
John F. Schroder, EVP	801 Marquette Ave., Minneapolis, MN 55402
Frank Horne, SVP	801 Marquette Ave., Minneapolis, MN 55402
Orville Roder, SVP	801 Marquette Ave., Minneapolis, MN 55402
Gerald Batcha, VP	801 Marquette Ave., Minneapolis, MN 55402
Daniel Thorberg, VP	801 Marquette Ave., Minneapolis, MN 55402
James Scattergood, VP	801 Marquette Ave., Minneapolis, MN 55402
Matthew Helling, VP	801 Marquette Ave., Minneapolis, MN 55402
Stanford Wilson, VP	801 Marquette Ave., Minneapolis, MN 55402
Clyde Wagner, VP	801 Marquette Ave., Minneapolis, MN 55402
Kathi Cesario, AVP	801 Marquette Ave., Minneapolis, MN 55402
Gary Glass, AVP	801 Marquette Ave., Minneapolis, MN 55402
Howard Irving, AVP	801 Marquette Ave., Minneapolis, MN 55402
Lynn Madge, AVP	801 Marquette Ave., Minneapolis, MN 55402
Arlene Russell, AVP	801 Marquette Ave., Minneapolis, MN 55402
Bradley Barthels, Processing Officer	801 Marquette Ave., Minneapolis, MN 55402
Julie Rother, Processing Officer	801 Marquette Ave., Minneapolis, MN 55402
Ronald J. Palmer, Treasurer	801 Marquette Ave., Minneapolis, MN 55402
R.E. Topoluk, Secretary	801 Marquette Ave., Minneapolis, MN 55402
Mark R. Lund, Asst. Treasurer	801 Marquette Ave., Minneapolis, MN 55402

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State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

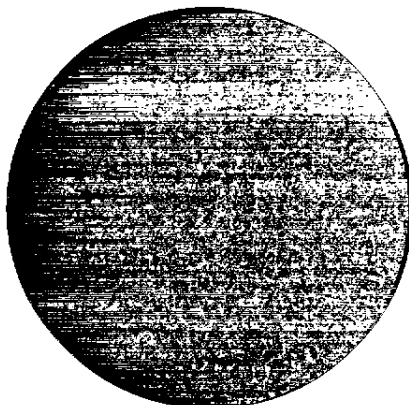
I, Joan Anderson Growe, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: TCF Real Estate Financial Services, Inc.

Date Formed: 02/07/1994

Chapter Governed By: 302A

This certificate has been issued on 08/31/98.



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TALLAHASSEE FLORIDA

Joan Anderson Growe
Secretary of State.