

F98000006060

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: REGIONAL MORTGAGE COMPANY, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

200002654242--1

-10/02/98--01048--001

131.25 **37.50

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:

PAUL BRAUNGART

(Name of Person)

REGIONAL MORTGAGE COMPANY, INC.

(Firm/Company)

110 CENTRE BLVD.

(Address)

MARLTON NJ 08053

(City/State/Zip)

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

PAUL BRAUNGART

(Name of Person)

at (609) 983-4800 X-206

(Area Code & Daytime Telephone Number)

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -2 AM 10:15

Conflict
PA7-22/51



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 5, 1998

PAUL BRAUNGART
REGIONAL MORTGAGE COMPANY, INC.
110 CENTRE BLVD.
MARLTON, NJ 08053

SUBJECT: REGIONAL MORTGAGE COMPANY, INC.
Ref. Number: W98000022608

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DIVISION OF CORPORATIONS
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We have received your document for REGIONAL MORTGAGE COMPANY, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 198A00049427



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 15, 1998

PAUL BRAUNGART
REGIONAL MORTGAGE COMPANY, INC.
110 CENTRE BLVD.
MARLTON, NJ 08053

SUBJECT: REGIONAL MORTGAGE COMPANY, INC.
Ref. Number: W98000022608

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DIVISION OF CORPORATIONS
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We have received your resolution form; however, the name that you have adopted, REGIONAL MORTGAGE SERVICES COMPANY, is also not available. Please choose another name.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 498A00051097

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned PAUL BRAUNGART, do hereby certify
(Name)

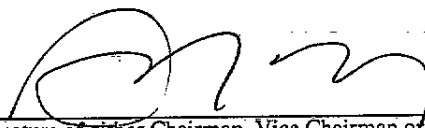
that this Resolution of the Board of Directors of REGIONAL MORTGAGE
COMPANY, INC.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of NEW JERSEY,
was duly adopted on OCTOBER 27, 19 98.

Be it resolved, that REGIONAL MORTGAGE COMPANY, INC.,
(Corporate Name)

organized and existing in the State of NEW JERSEY, hereby adopts the name
REGIONAL FINANCIAL RESOURCES CORP. for use in Florida.

Dated: OCTOBER 27, 1998



Signature of either Chairman, Vice Chairman or any officer

PAUL P BRAUNGART

Type or print name

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DIVISION OF CORPORATIONS
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**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. REGIONAL MORTGAGE COMPANY, 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. NEW JERSEY 3. 22-3594464
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JUNE 19, 1998 5. PERPETUAL
(Date of incorporation) (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. 110 CENTRE BLVD, MARLTON, NJ 08053
(Current mailing address)

8. MORTGAGE BANKER (AND ANY ACTIVITY AUTHORIZED BY N.J. BUSINESS CORPORATION ACT)
(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: C T CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND ROAD
PLANTATION

Florida, 33324
(Zip code)

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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.

C T Corporation System

By: Charles W. Meyer

(Registered agent's signature)

CHARLES W. MEYER

SPECIAL ASST. SECRETARY

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)

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

SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

SEE ATTACHMENT

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. PAUL BRAUNGART, PRESIDENT

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

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DIVISION OF CORPORATIONS
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Attachment to Application by Foreign Corporation for Authorization to Transact Business in Florida
Regional Mortgage Company, Inc.

1. RE: Item 12 A- Directors

Name: Paul Braungart
Title: Chairman
Address: 2 Lawrence Place, Medford, New Jersey 08055

Name: Robert C. Silcox
Title: Director
Address: 240 High Street, Mt. Holly, New Jersey 08060

Name: Donald E. Williams
Title: Director
Address: 31 Brick Alley, Crosswicks, New Jersey 08515

2. RE: Item 12 B - OFFICERS

Name: Paul Braungart
Title: President
Address: 2 Lawrence Place, Medford, New Jersey 08055

Name: Robert C. Silcox
Title: Vice President
Address: 240 High Street, Mt. Holly, New Jersey 08060

Name: Donald E. Williams
Title: Vice President
Address: 31 Brick Alley, Crosswicks, New Jersey 08515

Name: John D. Dunne
Title: Secretary /Treasurer
Address: 2 Regal Court, Holmdel, New Jersey 07733

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

REGIONAL MORTGAGE COMPANY, INC.

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on June 19, 1998.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

*Donald Williams
101 Farnsworth Avenue
Bordentown, NJ 08505*

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NOTED

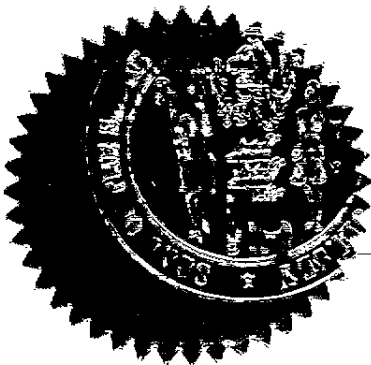
STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

REGIONAL MORTGAGE COMPANY, INC.

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
28th day of August, 1998

James A. DiEleuterio, Jr.

James A DiEleuterio, Jr.
Treasurer



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CREATIONS