

Document Number Only

F980000007112

ET CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

800002726678--4

-12/30/98--01074--017

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

800002726678--4

-12/30/98--01074--018

*****17.50 *****17.50

Mobility Funding Corporation

98DEC30 PM 2:42

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DIVISION OF CORPORATIONS

mtm
12/30

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Photo Copies

☐ UCC-1 UCC-3

☒ Certified Copy

☒ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

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Thanks, Melanie

DEC 30 1998

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DIVISION OF CORPORATIONS

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. Mobility Funding 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. 06-1532839

(FEI number, if applicable)

4. December 9, 1998

(Date of incorporation)

5. Perpetual

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

6. Upon Request

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 40 Apple Ridge Road, Danbury, Connecticut 06810

(Current mailing address)

8. see attached

(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

Bonnie A. Schuman, Asst. Sec.

(Registered agent's signature) (Officer)

Bonnie A. Schuman, Asst. Sec.

(Type Name and Title of Officer)

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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: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

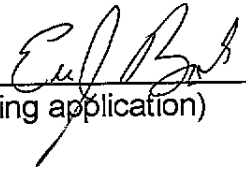
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Treasurer: _____

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. Eric J. Bock, Assistant Secretary 
(Typed or printed name and capacity of person signing application)

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The nature of the business or purposes to be conducted or promoted by the Corporation is to engage, directly or indirectly, through the establishment of one or more subsidiaries or trusts, in the following activities:

- A. (i) from time to time, to purchase, take assignment of, or otherwise acquire interests in accounts receivable, notes, real property, rights to contract, and other rights or assets arising in connection with contracts to provide relocation services or other types of services relating to residential property ("Relocation Services Agreements") originated by Cendant Mobility Services Corporation, a Delaware corporation, or any assignee of or successor to the relocation services business thereof ("CMSC"), any security therefor, any collections in connection therewith and any proceeds thereof (collectively, the "Purchased Assets"), (ii) from time to time, to (A) enter into contracts for the purchase or sale of real estate, (B) purchase and sell real estate, (C) maintain real estate, (D) make loans or advance funds and (E) enter into other obligations, in each case (A) through (E) above, in connection with a Relocation Services Agreement and (iii) from time to time, to sell, assign, transfer, securitize, hypothecate, finance or otherwise obtain value with respect to the Purchased Assets and other rights or assets arising in connection with a Relocation Services Agreement;
- B. to purchase, acquire, own, hold, service, process, settle, collect, sell, securitize, assign, pledge and otherwise deal with the Purchased Assets, any collateral securing the Purchased Assets and any proceeds or further rights associated with any of the foregoing, and to enter into any related agreements with third parties or any affiliates;
- C. to manage and service the Purchased Assets pursuant to one or more servicing agreements or other agreements to be entered into by and among, among others, the Corporation and any entity acting as servicer or collection agent of the Purchased Assets; and
- D. to engage in any activity and to exercise any powers permitted to corporations under the laws of the State of Delaware that are related to or incidental to the foregoing and necessary, convenient or advisable to accomplish the foregoing.

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Directors, Officers Report

Mobility Funding Corporation Friday, December 18, 1998

OFFICERS

Richard A. Smith President

SSN: 260-92-7654

Effective: Wednesday, December 02, 1998

Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

Primary Phone: None given

Jeanne M. Murphy Senior Executive Vice President, Secretary

SSN: 122-46-2949

Effective: Wednesday, December 02, 1998

Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Primary Phone: 973-428-9700

Stephen P. Holmes Executive Vice President

SSN: 122-44-7494

Effective: Wednesday, December 02, 1998

Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

Primary Phone: 973-496-5100

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David M. Johnson **Executive Vice President**

SSN:

Effective: Wednesday, December 02, 1998

Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Primary Phone: None given

Terry E. Kridler **Senior Vice President and Treasurer**

SSN: 216-48-2675

Effective: Wednesday, December 02, 1998

Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Primary Phone: 973-428-9700

Dennis O'Gara **Senior Vice President and Chief Financial Officer**

SSN:

Effective: Wednesday, December 02, 1998

Primary Address: 40 Apple Ridge Road
Danbury, CT 06810

Primary Phone: None given

Eric J. Bock **Vice President and Assistant Secretary**

SSN: 137-68-8305

Effective: Wednesday, December 02, 1998

Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Primary Phone: None given

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John E. Borger Vice President and Assistant Secretary

SSN: 161-42-0053
Effective: Wednesday, December 02, 1998
Primary Address: 42 Old Ridgebury Road
Danbury, CT 06810-5100
Primary Phone: None given

Gail Mandel Vice President

SSN: 152-72-1762
Effective: Wednesday, December 02, 1998
Primary Address: 6 Sylvan Way
Parsippany, NJ 07054
Primary Phone: 203-796-3400

Birgit S. Philipp Vice President, Tax

SSN: 129-60-3797
Effective: Wednesday, December 02, 1998
Primary Address: 6 Sylvan Way
Parsippany, NJ 07054
Primary Phone: None given

Mark E. Johnson Assistant Treasurer

SSN: 298-68-7067
Effective: Wednesday, December 02, 1998
Primary Address: 307 International Circle
Hunt Valley, MD 21030
Primary Phone: 410-771-3600

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John M. Peterson Assistant Treasurer

SSN: 240-78-6742

Effective: Wednesday, December 02, 1998

Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Primary Phone: None given

A. Donald Ruston Assistant Treasurer

SSN: 218-06-1944

Effective: Wednesday, December 02, 1998

Primary Address: 307 International Circle
Hunt Valley, MD 21030

Primary Phone: 410-771-3600

Richard Schwamb Assistant Treasurer

SSN: 040-48-5527

Effective: Wednesday, December 02, 1998

Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Primary Phone: None given

Raymond A Wells Assistant Secretary

SSN: 043-40-5019

Primary Address: 40 Apple Ridge Road
Danbury, CT 06810

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DIRECTORS

Stephen P. Holmes

SSN: 122-44-7494
Effective: Wednesday, December 02, 1998
Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054
Primary Phone: 973-496-5100

James E. Buckman

SSN: 077-36-6845
Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

Michael P. Monaco Director

SSN: 137-40-8230
Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

Andrew Stidd

SSN: 054-54-9367
Primary Address: 25 West 43rd Street, Suite 704
New York, NY 10036

Kevin Burns

SSN: 063-64-3720
Primary Address: 25 West 43rd Street, Suite 704
New York, NY 10036

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MOBILITY FUNDING 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 TWENTY-NINTH DAY OF DECEMBER, A.D. 1998.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

9493085

DATE:

12-29-98

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