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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

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-04/02/99--01077--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Summit Mortgage Corporation  
(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:

Jill M. DeRouchey  
(Name of Person)  
Moss & Barnett  
(Firm/Company)  
4800 Norwest Center  
(Address)  
Minneapolis, MN 55402  
(City/State/Zip)

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

Jill M. DeRouchey at ( 612 ) 347-0439  
(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

## CERTIFICATION

Robert L. Carter, CEO/President of Summit Mortgage Corporation, a corporation duly organized under the laws of the State of Minnesota, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation adopted by written action in lieu of meeting effective March 18, 1999:

RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida and has been advised that the name of this corporation is not available for use in the State of Florida, this corporation adopts the name *Summit Home Mortgage, Inc.* for use in transacting business in the State of Florida.

  
Robert L. Carter, CEO/President

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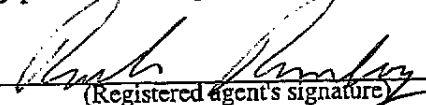
# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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. Summit Mortgage 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. Minnesota  
(State or country under the law of which it is incorporated)
3. 41-1726353  
(FEI number, if applicable)
4. June 16, 1992  
(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 817.155, F.S.))
7. 10201 Wayzata Boulevard, Suite 350  
Minnetonka, MN 55305  
(Current mailing address)
8. originate, process and close home 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: Richard Rosenberg  
Office Address: 5353 North Federal Highway, Suite 302  
Ft. Lauderdale, Florida, 33308  
(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.

X   
(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)

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

Chairman: SEE ATTACHED

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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**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. Robert L. Carter, CEO/President  
(Typed or printed name and capacity of person signing application)

**SUMMIT MORTGAGE CORPORATION**  
**(Doing business as Summit Home Mortgage, Inc.)**  
**OFFICERS AND DIRECTORS**

<b>Office</b>	<b>Name</b>	<b>Business Address</b>
CEO/President	Robert L. Carter	10201 Wayzata Boulevard, Suite 350, Minnetonka, MN 55305
CFO/Secretary/ Treasurer	Diana J. Clarke-Carter	10201 Wayzata Boulevard, Suite 350, Minnetonka, MN 55305
Assistant Vice President	Kathryn L. Schmieg	10201 Wayzata Boulevard, Suite 350, Minnetonka, MN 55305
Assistant Vice President	Ann T. Weinberg	10201 Wayzata Boulevard, Suite 350, Minnetonka, MN 55305
Assistant Vice President	Theresa Schauer	10201 Wayzata Boulevard, Suite 350, Minnetonka, MN 55305
Assistant Vice President	Charlene K. Tibbetts	10201 Wayzata Boulevard, Suite 350, Minnetonka, MN 55305
Assistant Secretary	Raeann L. Mysliwicz	10201 Wayzata Boulevard, Suite 350, Minnetonka, MN 55305
Director	Robert L. Carter	10201 Wayzata Boulevard, Suite 350, Minnetonka, MN 55305
Director	Diana J. Clarke-Carter	10201 Wayzata Boulevard, Suite 350, Minnetonka, MN 55305

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State of Minnesota

**SECRETARY OF STATE**

Certificate of Good Standing

I, Mary Kiffmeyer, 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.

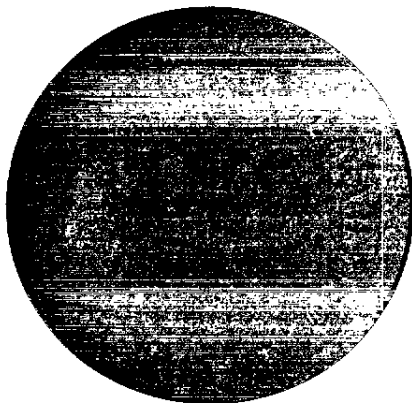
Name: Summit Mortgage Corporation

Date Formed: 06/16/1992

Chapter Governed By: 302A

This certificate has been issued on 03/23/99.

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*Mary Kiffmeyer*  
Secretary of State.