

F99000003938

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Spectrum Financial, 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:

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

Ronald Lovell

(Name of Person)

Compliance Consulting Corp. of Florida

(Firm/Company)

407 S. Dixie Hwy., Suite 5

(Address)

Lake Worth, FL 33460

(City/State/Zip)

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

Ron Lovell

(Name of Person)

at (561) 586-3645

(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

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**SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF
SPECTRUM FINANCIAL, INC.**

The undersigned, the President of Spectrum Financial, Inc., a Minnesota Corporation, hereinafter referred to as the "Corporation" hereby attest that the following resolution was adopted by the Board of Directors at a special meeting held for that purpose on July 26, 1999.

The resolution was approved by the Directors. The number of votes cast for the resolution were sufficient for approval.

It is hereby determined that is in the best interest of the Corporation to adopt the following resolution:

RESOLVED: that, in the event a decision is made by the Corporation to do business in Florida, the Corporation will do business as Charterwest Mortgage Corp..

Dated: July 26, 1999



Bradley D. Gallop, President

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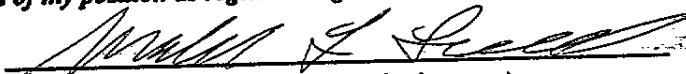
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. Spectrum Financial, 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 1910324
(FEI number, if applicable)
4. 05-26-98
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. No business yet transacted
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 10400 E. Bren Road, Suite 100
Minnetonka, MN 55343
(Current mailing address)
8. Correspondent Mortgage Lender
(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: Ronald Lovell
Office Address: 407 S. Dixie Hwy., Suite 5
Lake Worth, Florida, 33460
(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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Bradley D. Gallop
10400 E. Bren Rd. Suite 100
Minnetonka, MN 55343

Director: Christopher J. Boelter
10400 E. Bren Rd. Suite 100
Minnetonka, MN 55343

Director: Julie M. Jolstad
10400 E. Bren Rd. Suite 100
Minnetonka, MN 55343

Director: Richard L. Morris
10400 E. Bren Rd. Suite 100
Minnetonka, MN 55343

B. OFFICERS

President: Bradley D. Gallop
10400 E. Bren Rd. Suite 100
Minnetonka, MN 55343

Vice President: Christopher J. Boelter
10400 E. Bren Rd. Suite 100
Minnetonka, MN 55343

Vice President: Julie M. Jolstad
10400 E. Bren Rd. Suite 100
Minnetonka, MN 55343

**Secretary/
Treasurer** Richard L. Morris
10400 E. Bren Rd. Suite 100
Minnetonka, MN 55343

13. 
Signature

14. Bradley D. Gallop, President

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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.

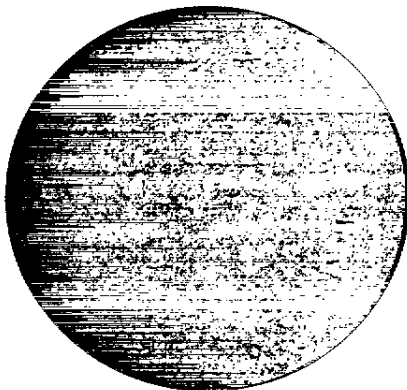
Name: Spectrum Financial, Inc.

Date Formed: 05/26/1998

Chapter Governed By: 302A

This certificate has been issued on 07/16/99.

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Mary Kiffmeyer
Secretary of State.