



THE UNITED STATES
CORPORATION
COMPANY

F9900000 4579

ACCOUNT NO. : 072100000032

REFERENCE : 360353 5039994

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizant

99 SEP -3 AM 10:20
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : August 31, 1999

ORDER TIME : 9:42 AM

ORDER NO. : 360353-005

000002978150-7

CUSTOMER NO: 5039994

CUSTOMER: Ms. Karen E. Dyke
Countrywide Home Loans, Inc.
Mail Stop: Ch143a
4500 Park Granada Boulevard
Calabasas, CA 91302

FOREIGN FILINGS

NAME: COUNTRYWIDE SECURITIES
CORPORATION

(5)

XXXX QUALIFICATION (TYPE: CO)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

h/n
9/3/99

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
1711A DEPT. OF STATE

99 SEP -3 AM 9:58
RECEIVED

**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. Countrywide Securities 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. California

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

3. 95-3667085

(FEI number, if applicable)

4. 11/04/1981

(Date of incorporation)

5. Perpetual

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

6. Upon Filing

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4500 Park Granada, Mail Stop: CH-143A

Calabasas, CA 91302

(Current mailing address)

8. Purchasing and selling fixed income securities to institutional clients.

(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: Corporation Service Company

Office Address: 1201 Hays St.

Tallahassee, Florida, 33301

(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.

Vivian Mitchell
(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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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

Chairman: Please see attached list

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: _____

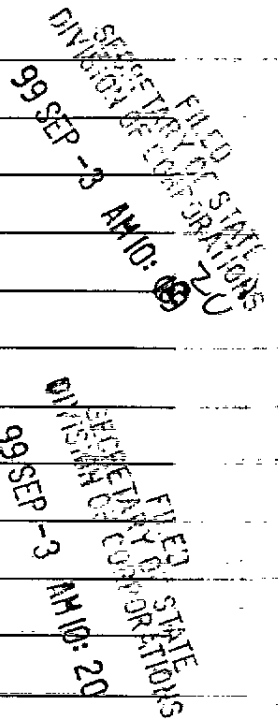
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Julianne M. Fries

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Julianne M. Fries

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



A. DIRECTORS

Chairman: Angelo Robert Mozilo
4500 Park Granada
Calabasas, CA 91302

CEO, Director: David Sambol
4500 Park Granada
Calabasas, CA 91302

Director: Kevin W. Bartlett
4500 Park Granada
Calabasas, CA 91302

Director: Robert William Berta
4500 Park Granada
Calabasas, CA 91302

Director: Stanford Lee Kurland
4500 Park Granada
Calabasas, CA 91302

Director: David Schiffer Loeb
4500 Park Granada
Calabasas, CA 91302

B. OFFICERS

SVP, CCO: Julianne M. Fries
4500 Park Granada
Calabasas, CA 91302

SVP, CFO: Steven Eugene Hively
4500 Park Granada
Calabasas, CA 91302

EVP: Ranjit M. Kripalani
4500 Park Granada
Calabasas, CA 91302

EVP: Andrew Dale Ledbetter
4500 Park Granada
Calabasas, CA 91302

SECRET
DIVISION OF CORPORATIONS
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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 4th day of November, 19 81,

COUNTRYWIDE SECURITIES CORPORATION

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of

September 1, 1999



Bill Jones

Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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