F99000004579

THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 360353 5039994

AUTHORIZATION : Patricia Piggott

COST LIMIT : $ 70.00

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

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

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FOREIGN FILINGS

NAME: COUNTRYWIDE SECURITIES CORPORATION

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XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

RECEIVED 99 SEP -3 AM 9: 58 DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

BK 9/3/99

CONTACT PERSON: Angie Glisar

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.

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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)

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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.

Vivien Shitacer

(Registered agent's signature)

11. Attached is a certificate ~~or~~ 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:

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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

State of California

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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