ACCOUNT NO.

072100000032

REFERENCE : 413245

7187221

AUTHORIZATION

COST LIMIT

ORDER DATE: October 14, 1999

ORDER TIME : 4:39 PM

ORDER NO. 413245-025

CUSTOMER NO: 7187221

400003028574--2

CUSTOMER: Ms. Debbie Allen

Loancity.com

6640 Via Del Oro

San Jose, CA 95119

FOREIGN FILINGS

NAME:

LOANCITY.COM

XXXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

TRANSMITTAL LETTER

То:	-	cation/Ta n of Corp					-		120
SUBJE	ECT: lo	anCity.	com,	Incorp	orated		<u>.</u>		
				(Nan	e of corpor	ation	- must include suffix)		
Dear S	ir or Mac	dam:					-		
"Certifi	icate of I	Applicati Existence ness in Fl	", and	Foreign (check are	Corporation e submitted	for a to re	Authorization to Transac gister the above referen	ct B	usiness in Florida", foreign corporation
Please	return al	l correspo	onden	ce concern	ing this ma	atter t	o the following:		-
		Debbie	Aller	1					_ _ =
					(Nam	e of I	Person)		
		LO	anc	ity. COW)				
						/Com	pany)		
		Suite 1	.00	,					
				-	(A	Addre	ss)		
		SAN JOS	SE-			, 0	A 95123		
					(City	/State	e/Zip)		
Should	you nee	d to call	someo	ne concer	ning this m	atter,	please call:		
Debbie	e Allen				_ ••• (80) 281 3600		
	(Name	of Perso	n)		(A	rea C	ode & Daytime Telepho	ne l	Number)
STREE	ET ADD	RESS:					MAILING ADDRESS:	:	
Qualification/Tax Lien Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399						Qualification/Tax Lien Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314			
Enclose	ed is a cl	neck for t	he foll	lowing an	ount:				
5 70).00 Filin	ıg Fee		78.75 Filir ertificate		0	\$78.75 Filing Fee & Certified Copy		\$87.50 Filing Fee, Certificate of Status & Certified Copy

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

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED T REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. loanCity.com, Incorporated (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.) California (State or country under the law of which it is incorporated) (FEI number, if applicable) December 04, 1987 (Date of incorporation) (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.) c/o LoanCity.com, 5671 Santa Teresa Blvd. San Jose, CA (Current mailing address) Mortgage Banking Mortgage Banking (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) Corporation Service Company Name: 1201 Havs Street Office Address: Tallahassee 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.

Corporation Service Company vanne weline

(Registered agent's signature)

Karen E. Wehner, Asst. VP

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.

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)	9
Chairman: See attached officers/directors rider	
	20 6
Address:	Ty Sp
Vice Chairman:	· <u> </u>
Address:	
Director:	
Address:	
Director:	Mary .
Address:	
B. OFFICERS (Street address only - P.O. Box NOT acceptable)	
President: See attached officers/directors rider	
Address:	
Vice President:	
Address:	
Secretary:	
Address:	,
	···
Treasurer:	
Address:	
NOTE: 16	isana andlan dinastana
NOTE: If necessary, you may attach an addendum to the application listing additional off	
13. Signature of Chairman, Vice Chairman, or any officer listed in number I	2 of the application)
14. Susan L. Anthony, Vice President	· · · · ·

LoanCity.com

Officers

Home Address

Richard D. Soukoulis-President/CEO 6640 Via Del Oro San Jose, CA 95119 8108 Bertram Road San Jose, CA 95120

Mark E. Pape -Sr. V.P./CFO, Assistant Scc. 6640 Via Del Oro

6825 Rockview Ct. San Jose, CA 95120

Kathy HartV.P. Operations 6640 Via Del Oro San Jose, CA 95119

San Jose, CA 95119

529 W. Encanto Phoenix, AZ 58003

<u>Directors</u>

Richard D. Soukoulis 6640 Via Del Oro San Jose, CA 95119 (same as above)

(same as above)

Allan J. Kaplan 3839 Divisadero St. San Francisco. CA 94123 3839 Divisadero St. San Francosco , CA 94123

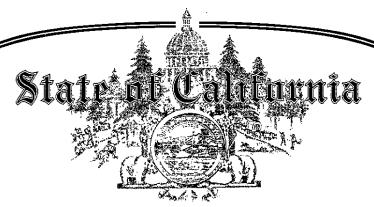
Ronald H. Kase New Enterprise Associates 2490 Sand Hill Road

Menlo Park, CA 94025

7 Jordan Ave. San Francisco, CA 94118

Peter T. Morris New Enterprise Associates 2490 Sand Hill Road Menlo Park, CA 94025 82 Howard Wy. Atherton, CA 94027

Thomas A. Bevilacqua E*TRADE Group, Inc. 4500 Bohannon Dr. Menlo Park, CA 9402 60 Why Worry Ln. Woodside CA 94062



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 _____ December _____, 19 87 ____,

LOANCITY.COM

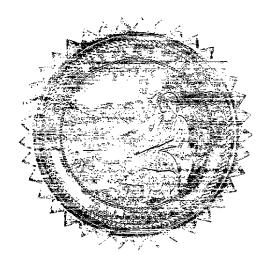
became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

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

October 13, 1999

Bill mes

Secretary of State