

F9900006510

LICENSING SERVICES, INC.
SUITE 205
1335 ROCKVILLE PIKE
ROCKVILLE, MARYLAND 20852

TELEPHONE
888-738-1322
301-738-9494

TELECOPIER
301-738-9492

October 25, 1999

VIA FEDERAL EXPRESS

Qualification/ Tax Lien Sec.
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

200003043222-1
-11/15/99-01001-001
*****78.75 *****78.75

Re: Network Funding Corporation

Dear Sir:

Enclosed please find remittance in the amount of \$78.75 representing payment for the following services for NETWORK FUNDING CORPORATION:

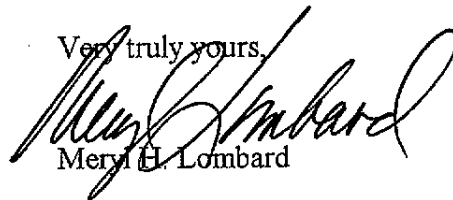
- Application for Certificate of Authority for Foreign Corporation for NETWORK FUNDING CORPORATION, accompanied by the required Certificate of Good Standing from the home state of Texas; Registration fee \$70.00.

- Issuance of Certificate of Status, evidencing status, once the above processing has been completed for NETWORK FUNDING CORPORATION; Service fee \$8.75.

I have enclosed an original and one (1) copy of the executed APPLICATION FOR CERTIFICATE OF AUTHORITY, as well as a self addressed stamped envelope for return of the confirmation copy of the filing of the Certificate of Authority and the Certificate of Status.

Should you have any questions or concerns, please feel free to contact my office.

Very truly yours,


Meryl H. Lombard

Enclosure
MHL/vm

MAIL-out in enclosed envelope.

RECEIVED
99 NOV 12 PM 3:02
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32399



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 15, 1999

ED BLANTON
825 THOMASVILLE ROAD
TALLAHASSEE, FL 32303

SUBJECT: NETWORK FUNDING CORPORATION
Ref. Number: W99000026213

FILED
99 DEC 17 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for NETWORK FUNDING CORPORATION and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 299A00054730

LICENSING SERVICES, INC.

SUITE 255
1335 ROCKVILLE PIKE
ROCKVILLE, MARYLAND 20852

TELEPHONE
888-738-1322
301-738-9494

TELECOPIER
301-738-9492

December 14, 1999

VIA FEDERAL EXPRESS

Qualification/ Tax Lien Sec.
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Attn: Lee Rivers

Re: Network Funding Corporation

Dear Mr. Rivers:

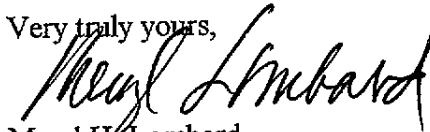
Enclosed please the executed Resolution of the Board of Directors of NETWORK FUNDING CORPORATION adopting the name of Network Funding Corporation of Texas for use in Florida. Per your attached letter, this should enable you to complete the filing of the application for Certificate of Authority for Foreign Corporation.

I have enclosed a stamped addressed envelope for your transmittal of the requested Certificate of Status, once the application is processed, directly to the licensing authority.

Additionally, I have enclosed a self addressed stamped envelope for return of the confirmation copy of the filing for our records.

Should you have any questions or concerns, please feel free to contact my office.

Very truly yours,



Meryl H. Lombard

Enclosure

MHL/vm

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TALLAHASSEE, FL
SECRETARY OF STATE

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Rex Chamberlain, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____
Network Funding Corporation
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Texas,
was duly adopted on December 6, 19 99.

Be it resolved, that Network Funding Corporation
(Corporate Name)

organized and existing in the State of Texas, hereby adopts the name

Network Funding Corporation of Texas for use in Florida.

Dated: 12/6/99



Signature of either Chairman, Vice Chairman or any officer

Rex Chamberlain

Type or print name

SECRET
OFFICE OF THE
ATTORNEY GENERAL
TALLAHASSEE, FLORIDA

99 DEC 17 AM 10:39

FILED

**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. NETWORK FUNDING 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. TEXAS 3. 76-0561995
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/11/98 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Estimated as November 1999
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. Network Funding Corporation
9700 Richmond Avenue, Suite 320, Houston, TX 77042
(Current mailing address)
8. Mortgage Lending and/or brokering
(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 acceptable)**
Name: Edwin F. Blanton
Office Address: 825 Thomasville Road
Tallahassee, Florida, 32303
(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: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: Karen Chamberlain

Address: 9700 Richmond Avenue, Suite 320

Houston, TX 77042

Vice Chairman: Elizabeth Baker

Address: 9700 Richmond Avenue, Suite 320

Houston, TX 77042

Director: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Gregory N. Baker

Address: 9700 Richmond Avenue, Suite 320

Houston, TX 77042

Vice President: Rex Chamberlain

Address: 9700 Richmond Avenue, Suite 320

Houston, TX 77042

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

Address: _____

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

13. [Signature] Vice president
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rex Chamberlain VP
(Typed or printed name and capacity of person signing application)

99 DEC 17 AM 10:39
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA



The State of Texas

SECRETARY OF STATE

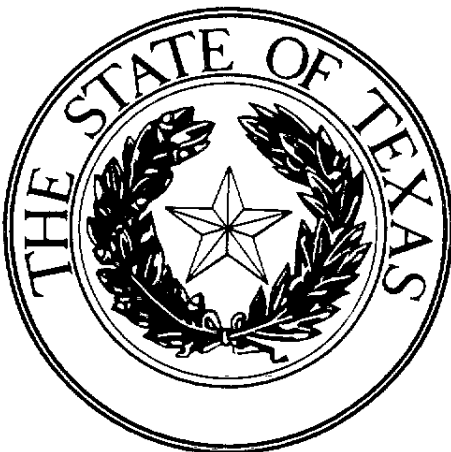
IT IS HEREBY CERTIFIED that
Articles of Incorporation of

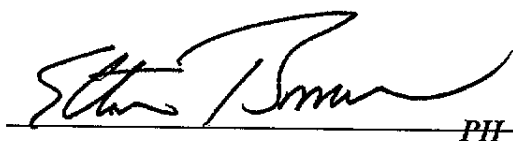
NETWORK FUNDING CORPORATION
File No. 1478592-00

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

FILED
99 DEC 1
AM 10:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on October 19, 1999.*





Elton Bomer
Secretary of State

PH