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CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

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-12/29/99--01069--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

InterStar Mortgage Corporation

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name 12/29/99

Availability

Document

Examiner

Updater

Verifier

Acknowledgement

W.P. Verifier

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DEPARTMENT OF MAIL  
DIVISION OF CORPORATE & TAX  
TALLAHASSEE, FL 32302

12/29/99

# 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. InterStar Mortgage 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. Delaware

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

3. 75-2847017

(FEI number, if applicable)

4. November 16, 1999

(Date of incorporation)

5. Perpetual

(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.))

7. 12377 Merit Drive, #750, Dallas, Texas 75251

(Current mailing address)

8. See attached purpose clause

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

**MICHAEL E. JONES**

**ASSISTANT SECRETARY**

(Type Name and Title of Officer)

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: William R. Starkey

Address: 12377 Merit Drive, #750

Dallas, Texas 75251

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: See attached list of officers

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

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Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

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

13.

*Scott A. Benson*

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

14. Scott A. Benson, Vice President

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

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of  
InterStar Mortgage Corporation**

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1. Kenneth G. Hickman  
12377 Merit Drive, #750  
Dallas, Texas 75251
2. Scott A. Benson  
12377 Merit Drive, #750  
Dallas, Texas 75251
3. William R. Starkey  
12377 Merit Drive, #750  
Dallas, Texas 75251
4. John D. Hollister  
12377 Merit Drive, #750  
Dallas, Texas 75251

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of  
InterStar Mortgage Corporation**

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1. Kenneth G. Hickman, President/Sec'y.  
12377 Merit Drive, #750  
Dallas, Texas 75251
2. Scott A. Benson, Exec. V.P./CEO  
12377 Merit Drive, #750  
Dallas, Texas 75251
3. William R. Starkey, CEO  
12377 Merit Drive, #750  
Dallas, Texas 75251
4. John D. Hollister, Exec. V.P.  
12377 Merit Drive, #750  
Dallas, Texas 75251
5. Kevin Neel, Sr. Vice President  
12377 Merit Drive, #750  
Dallas, Texas 75251
6. Bill Owen, Sr. Vice-President  
12377 Merit Drive, #750  
Dallas, Texas 75251
7. Eddie Bruce, Vice Pres./Controller  
12377 Merit Drive, #750  
Dallas, Texas 75251
8. Leo Betti, Vice President  
2161 Newmarket Pkwy., #212  
Marietta, Georgia 30067
9. Diana Herrick, Vice President  
1601 Response Rd., #250  
Sacramento, California 95815

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COMMERCIAL CREDIT  
INTERSTAR MORTGAGE CORP.

Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of  
InterStar Mortgage Corporation**

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To engage in the mortgage lending business and all business related thereto; to purchase, sell, lease, trade, hold, license, grant rights in or with respect to, and manage property (both real and personal, tangible & intangible), assets & rights; to provide services of any kind or nature to third parties and affiliates.

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State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERSTAR MORTGAGE CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DIVISION OF CORPORATIONS



  
Edward J. Freel, Secretary of State

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AUTHENTICATION:

0160293

DATE:

12-23-99