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American Residential Equities, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 28, 2003

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

To Whom It May Concern:

Enclosed please find the documents needed in order to allow American Residential Equities XXIX, LLC, a Delaware limited liability corporation, to transact business within the State of Florida. Accompanying these documents, you will also find a check in the amount of \$130.00 for the following:

- Filing Fee for Application ▶ \$100.00
- Designation of Registered Agent ▶ \$25.00
- Certificate of Status ▶ \$5.00

If you have any questions please do not hesitate to contact me, Lisette de Padua, at (305) 577-1011. Thank you for your time.

Very Truly Yours,

A handwritten signature in black ink, appearing to read 'J. Lisette de Padua'.

J. Lisette de Padua
Assistant General Counsel
American Residential Equities, Inc.

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. American Residential Equities XXIX, LLC
(Name of foreign limited liability company)

2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)

3. _____
(FEI number, if applicable)

4. July 21, 2003
(Date of Organization)

5. 2008
(Duration: Year limited liability company will cease to exist or "perpetual")

6. has not transacted business yet
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1001 Brickell Bay Dr., Ste. 2600
Miami, FL 33131
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

American Residential Equities, Inc.
1001 Brickell Bay Dr., Ste 2600
Miami, FL 33131

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Acquisition of
non-performing residential first mortgages

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(2), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Jeff Kincaid
Typed or printed name of signee

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

American Residential Equities XXIX, LLC

2. The name and the Florida street address of the registered agent and office are:

Jacquelyn Lisette de Padua
(Name)

1001 Brickell Bay Dr. Ste. 2600
Florida street address (P.O. Box NOT ACCEPTABLE)

Miami FL 33131
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Delaware

The First State

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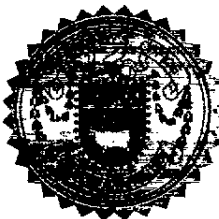
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN RESIDENTIAL EQUITIES XXIX, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AMERICAN RESIDENTIAL EQUITIES XXIX, LLC" WAS FORMED ON THE TWENTY-FIRST DAY OF JULY, A.D. 2003.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2541938

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DATE: 07-22-03