

Document Number Only

**M97000000462**

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

000002254800--2

-08/01/97--01044--009

\*\*\*\*250.00 \*\*\*\*250.00

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DIVISION OF CORPORATIONS  
91 JUL 30 PM 3:01

000002254800--2

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\*\*\*\*\*8.75 \*\*\*\*\*8.75

Residential Alliance LLC

000002254800--2

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

☐ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☒ Limited Liability Co.

☐ Dissolution/Withdrawal

☐ Mark

☒ Foreign

☐ Limited Partnership

☐ Annual Report

☐ Other ucc Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

☐ Certified Copy

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G. TAX \_\_\_\_\_  
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TOTAL 293.75  
N. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_  
OFFIND \_\_\_\_\_

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BK  
7/30/97

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

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

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUL 30 PM 3:07

1. Residential Alliance LLC

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation  
"L.C." if not so contained in the name at present.)

2. Delaware

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

3. 23-2913776  
(FEI number, if applicable)

4. June 27, 1997

(Date of Organization)

5. Perpetual

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

6. Upon receipt of authorization.  
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.)

7. 100 Witmer Road, P.O. Box 963  
Horsham, PA 19044-0963  
(Street address of principal office)

8. List and indicate in title space provided the name, title, and business address of each managing  
member [MGRM] or manager [MGR]. It is not necessary to list members.  
(attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

SEE ATTACHED LIST

Filing Fee: \$ 52.50 for Application

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

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The undersigned member or authorized representative of a member of Residential

Alliance LLC

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 500,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ - 0 -. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 1,000,000.00. This total includes amounts from 2 and 3 above.

GMAC MORTGAGE VENTURE II, INC., MANAGING MANAGER

B. J. Snyder Glen W. Snyder, Secretary  
Signature of a member or authorized representative of a member. and Vice President  
(In accordance with section 888.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**Filing Fee: \$52.50 for Affidavit**

**GMAC MORTGAGE VENTURE II, INC.**

**"MANAGING MEMBERS FOR RESIDENTIAL ALLIANCE LLC"**

**DIRECTORS**

David M. Applegate

**Business Address**

100 Witmer Road  
Horsham, PA 19044-0963

John Hawitt

One Lower Ragsdale Dr.  
Building I, Suite 200  
Monterey, CA 93940-5326

Robert Feller

100 Witmer Road  
Horsham, PA 19044-0963

Ron Lyles

100 Witmer Road  
Horsham, PA 19044-0963

**OFFICERS**

***President***

David M. Applegate

100 Witmer Road  
Horsham, PA 19044-0963

***Treasurer & Vice President***

Marianne W. Mainardi

100 Witmer Road  
Horsham, PA 19044-0963

***Secretary & Vice President***

Glen W. Snyder

100 Witmer Road  
Horsham, PA 19044-0963

***Vice President***

John Hawitt

One Lower Ragsdale Dr.  
Building I, Suite 200  
Monterey, CA 93940-5326

***Vice President***

Robert Feller

100 Witmer Road  
Horsham, PA 19044-0963

***Vice President***

Ron Lyles

100 Witmer Road  
Horsham, PA 19044-0963

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

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DIVISION OF CORPORATIONS

1. The name of the limited liability company is: Residential Alliance LLC

2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM  
(Name)

c/o C T CORPORATION, 1200 South Pine Island Road,  
(P.O. Box not acceptable)

Plantation, Florida 33324  
(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.*

C T CORPORATION SYSTEM

*Marc A. Gillis*  
(Signature)

7/29/97  
(Date)

*Marc A. Gillis, Asst. Sec.*

**FILING FEE: \$ 35 for Designation of Registered Agent**

State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RESIDENTIAL ALLIANCE 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-EIGHTH DAY OF JULY, A.D. 1997.

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 30 PM 3:08



*Edward J. Freel*  
Edward J. Freel, Secretary of State

2766949 8300

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AUTHENTICATION:

8579019

DATE:

07-28-97