

M99000000979

May 24, 1999

To the Secretary of State
Corporations Division

600002902296--3
-06/11/99-01078-012
***285.00 ***285.00

To Whom It May Concern:

W99-14833

Enclosed please find qualification form together with appropriate fees for filing and expedited service for Cendant Home Mortgage, LLC, which needs to be filed in your office.

Kindly send evidence to the undersigned. Thank you very much for your assistance.

Please call me directly at 973-496-7263 if all requirements for the filing are not met.

Thank you.

Sincerely,

Mary Ellen Rizzo

Mary Ellen Rizzo
Senior Paralegal
973-496-7263

encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 29 AM 8:40

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6/29



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 16, 1999

MARY E. RIZZO
CENDANT CORP.
6 SYLVAN WAY
PARSIPPANY, NJ 07054

SUBJECT: CENDANT HOME MORTGAGE LLC
Ref. Number: W99000014033

We have received your document for CENDANT HOME MORTGAGE LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 699A00032294

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**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. Cendant Home Mortgage LLC
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)
2. Delaware 3. Applied for
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 5/13/99 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. upon filing
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.)
3000 Leadenhall Road
7. Mt. Laurel, NJ 08054
Mt. Laurel, NJ 08054
(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Terence W. Edwards</u>	<u>MGR</u>	<u>Gregory Hunt</u>	<u>MGR</u>
<u>3000 Leadenhall Rd.</u>		<u>6 Sylvan Way</u>	
<u>Mt. Laurel, NJ 08054</u>		<u>Parsippany NJ 07054</u>	
<u>Robert E. Groady</u>	<u>MGR</u>	<u>Robert M. Becker</u>	<u>MGR</u>
<u>3000 Leadenhall Rd.</u>		<u>6 Sylvan Way</u>	
<u>Mt. Laurel, NJ 08054</u>		<u>Parsippany, NJ 07054</u>	
<u>Brien J. McMahon</u>	<u>MGR</u>		
<u>3000 Leadenhall Rd.</u>			
<u>Mt. Laurel, NJ 08054</u>			

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

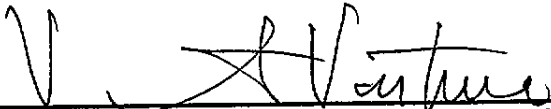
The undersigned member or authorized representative of a member of Cendant Home Mortgage, LLC
_____ certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 500,000;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ —;
(A description of the property is attached and made a part hereto.)

and
4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 500,000;
(This total includes amounts from 2 and 3 above.)



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Typed or printed name of signee

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DIVISION OF REVENUE
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Filing Fee: \$250.00 for Application and Affidavit

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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Cendant Home Mortgage LLC

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

C T Corporation System

(Name)

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL 33324

(City/State/Zip)

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SECRETARY OF STATE
DIVISION

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

Charles W. Meyer

(Signature)

CHARLES W. MEYER
ASSISTANT SECRETARY

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 "CENDANT HOME MORTGAGE, 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 NINETEENTH DAY OF MAY, A.D. 1999.

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

99 JUN 29 AM 8:40

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS




Edward J. Freel, Secretary of State

3042650 8300

AUTHENTICATION:

9752741

991198783

DATE:

05-19-99