



CERTIFICATE OF AUTHORITY
OF

CERTIFIED CAPITAL CORRESPONDENT, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CERTIFIED CAPITAL CORRESPONDENT, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to CERTIFIED CAPITAL CORRESPONDENT, INC. to transact business in this State under the name CERTIFIED CAPITAL CORRESPONDENT, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated September 22, 19 82.



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Certified Capital Correspondent, Inc.
2. *The name which it shall use in Idaho is Certified Capital Correspondent, Inc.
3. It is incorporated under the laws of Nevada
4. The date of its incorporation is July 20, 1982 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 4220 South Maryland Parkway, Suite 208, Las Vegas, Nevada 89109
6. The street address of its proposed registered office in Idaho is 910 North Curtis Road, Boise Idaho 83706, and the name of its proposed registered agent in Idaho at that address is Darell Tschacher
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To offer and sale to franchisees of a financial correspondent loan application processing and packaging business under the name "Certified Capital Correspondent Inc.", together with the furtherance of such other general business purposes and objects as allowed by law.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>R. J. Robinson</u>	<u>President/Director</u>	<u>4220 S. Maryland Pkwy.#208, LV NV 89109</u>
<u>S. V. Rodriguez</u>	<u>Vice President/Director</u>	<u>4220 S. Maryland Pkwy.#208, LV NV 89109</u>
<u>Bruce G. Holman</u>	<u>Secretary/Treasurer/ Director</u>	<u>4220 S. Maryland Pkwy.#208, LV NV 89109</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>2500</u>	<u>Common</u>	<u>without par value</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
500	Common	without par value

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated September 15, 1982

Certified Capital Correspondent, Inc.

By R. J. Robinson

R. J. Robinson

Its X

President

and Bruce G. Holman

Bruce G. Holman

Its X

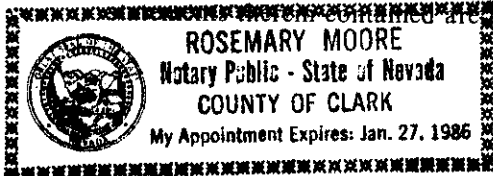
Secretary

STATE OF Nevada)

COUNTY OF Clark) ss:

I, Rosemary Moore, a notary public, do hereby certify that on this fifteenth day of September, 19 82, personally appeared before me Bruce G. Holman, who being by me first duly sworn, declared that he is the Secretary/Treasurer of Certified Capital Correspondent, Inc., a Nevada Corporation

that he signed the foregoing document as Secretary/Treasurer of the corporation and that the foregoing contents are true.



Rosemary Moore
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

JUL 20 1982

WM SWACKHAMER SECRETARY OF STATE



NO. 4254-82

ARTICLES OF INCORPORATION

OF

CERTIFIED CAPITAL CORRESPONDENT, INC.

FILING FEE: \$50.00
BY: CAPITAL MORTGAGE HOLDING
CORPORATION
SUITE #208
4220 SOUTH MARYLAND PARKWAY
LAS VEGAS, NEVADA
89109

FIRST: The name of the corporation is CERTIFIED CAPITAL
CORRESPONDENT, INC.

SECOND: The principal office in the State of Nevada shall be
located at 4220 South Maryland Parkway, Suite 208, Las Vegas, Nevada
89109. The resident agent shall be R. J. Robinson, 4220 South Maryland
Parkway, Suite 201, Las Vegas, Nevada 89109.

THIRD: The nature of the business, or object, or purposes to be
transacted, promoted or carried on are:

A. To lend and advance money and to give credit on such terms and
conditions and to such persons, corporation, associations, firms, or
copartnerships having dealings with the corporation, as may seem expedient;
to give guarantee or security and to become surety for any such person,
corporation, association, firm or copartnership, but not in any way
forbidden to corporations organized under the general corporation law.

B. To acquire, hold, use, sell, assign, grant licenses in respect
of, mortgage, or otherwise dispose of letters of patent of the United States
or any foreign country, patent rights, licenses and privileges, inventions,
improvements and processes, copyrights, trade-marks, and trade names, relating
to or useful in connection with any business of this corporation.

C. The financing of wholesale and retail sales to customers and
affiliates of the corporation.

D. To manufacture, purchase, acquire, lease, consign, sell, dis-
tribute, store and dispose of merchandise or other tangible and intangible
property.

E. To acquire, and pay for in cash, stock or bonds of this cor-
poration or otherwise, the good will, rights, assets, and property and to
undertake or assume the whole or any part of the obligations or liabilities
of any persons, firm, association or corporation.

F. To purchase, hold, sell, assign, transfer, mortgage, pledge or evidences of indebtedness created by any person or persons, company or corporation, or any other entity organized under the laws of this state or any other state, country, nation or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership.

G. To acquire by purchase, occupation, lease, gift, exchange or otherwise, and to hold, occupy, improve, develop, subdivide, use and enjoy, and to rent, lease, convey, contract to sell, or otherwise dispose of and deal in real property, improved, or unimproved, of every kind and description and all interest and estate therein of whatsoever nature, and to erect buildings and structures of every kind and description.

H. To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds of property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

I. To have one or more offices within as well as without the State of Nevada and in addition to the business, objects and purposes herein set forth, to do anything necessary, suitable, useful, expedient or convenient for the carrying on of any of said business; or for the accomplishment of any objects or purposes; or the exercise of any power herein set forth, or which at any time shall appear to be beneficial to the corporation in connection therewith; and to do any and all of the things herein set forth either alone or jointly with others, and either as principal for its own account or as the agent or trustee for others, and to the same extent and as fully as a natural person might or could do in the State of Nevada, or elsewhere.

The several clauses contained in this statement of purposes shall be construed both as purposes and powers and the statements contained in each clause shall, except where otherwise expressed, be in no way limited or restricted by reference from the terms of any other clauses but shall be regarded as independent purposes and powers. The business or purpose of this corporation is from time to time to do any one or more of the acts and things

herein set forth and it is hereby expressly provided that the enumeration of specific powers and purposes shall not be held to limit or restrict in any manner the powers of this corporation.

FOURTH:

A. The amount of total authorized capital stock of the corporation is 2,500 shares of common stock of no par value.

The authorized capital stock may be issued in such amounts and for such consideration as may be determined from time to time by the Board of Directors.

B. No holders of shares of stock of this corporation shall be entitled as such as a matter of right to subscribe for, purchase, or otherwise acquire any shares of stock of this corporation of any class, whether now or hereafter authorized, or any securities convertible into shares of stock of this corporation.

FIFTH: The members of the governing board shall be known as directors and the number thereof shall be not less than three nor more than seven, the exact number to be fixed by the By-Laws of the Corporation, provided, the number so fixed by the By-Laws may be increased or decreased within the limit above specified from time to time by the By-Laws. The names and post office address of the first Board of Directors are as follows:

<u>Name</u>	<u>Post Office Address</u>
R. J. Robinson	4220 S. Maryland Pkwy. #201 Las Vegas, NV 89109
S. Vernon Rodriguez	4220 S. Maryland Pkwy. #208 Las Vegas, NV 89109
Bruce G. Holman	4220 S. Maryland Pkwy. #208 Las Vegas, NV 89109

SIXTH: The capital stock, after the amount of the subscription price has been paid in, shall be subject to no further assessment to pay debts of the corporation. In no event shall the shareholders be personally liable for the debts of the corporation.

SEVENTH: The names and post office address of each of the incorporators signing these Articles of Incorporation are as follows:

<u>Name</u>	<u>Post Office Address</u>
R. J. Robinson	4220 S. Maryland Pkwy. #201 Las Vegas, NV 89109
S. Vernon Rodriguez	4220 S. Maryland Pkwy. #208 Las Vegas, NV 89109
Bruce G. Holman	4220 S. Maryland Pkwy. #208 Las Vegas, NV 89109

EIGHTH: The corporation is to have perpetual existence.

NINTH: In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized subject to the By-Laws, if any, adopted by the stockholders, to make, alter or amend the By-Laws of the corporation.

To fix the amount to be reserved as working capital over and above its capital stock paid in, to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.


From time to time to determine whether and to what extent, and what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the original or duplicate stock ledger), of any of them, shall be open to inspection of stockholders and no stockholders shall have right of inspection of any account, book or document of this corporation except as conferred by statute, unless authorized by resolution of the stockholders or directors.

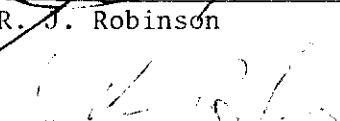
Pursuant to the affirmative vote of the holders of at least the majority of the stock issued and outstanding, having voting powers, given at a stockholder's meeting duly called for that purpose, or when authorized by the written consent of the holders of at least the majority of the voting stock issued and outstanding, the Board of Directors shall have the power and assets of this corporation, including its good will and its corporate franchises, upon such terms and conditions of its Board of Directors deem expedient and for the best interest of the corporation.


TENTH: The meeting of Stockholders may be held without the State of Nevada, if the By-Laws so provide. The books of the corporation may be kept (subject to the provisions of the Statutes) outside of the State of Nevada at such place as may be from time to time designated by the Board of Directors or by the By-Laws of the corporation.

WE, THE UNDERSIGNED, being each of the original incorporators herein before named for the purpose of forming a corporation to do business both within and without the State of Nevada and in pursuance of the corporate laws of the State of Nevada being Chapter 177 of the Laws of 1925, and the acts amendatory thereof and supplemental thereto, do make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true.

of July, 1982.



R. J. Robinson


S. Vernon Rodriguez


Bruce G. Holman

On this 14th day of July, 1982, personally appeared before me, a Notary Public in and for said county and state, R. J. Robinson, S. Vernon Rodriguez and Bruce G. Holman known to me personally, each having been first duly sworn, each of himself deposes and says that he is one of the incorporators named in the foregoing Articles of Incorporation, and that he executed the same, and that the statements contained therein are true as he verily believes, that he executed the instrument freely voluntarily for the uses and purposes therein mentioned.

Judy Bailey
Judy Bailey, Notary


 NOTARY PUBLIC
 STATE OF NEVADA
 County of Clark
 JUDY BAILEY
 My Commission Expires Feb. 12, 1993