

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

CAL AMERICA MORTGAGE CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CAL AMERICA MORTGAGE CORPORATION 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 CAL AMERICA MORTGAGE CORPORATION to transact business in this State under the name CAL AMERICA MORTGAGE CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated **December 19, 1985**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

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 CAL AMERICA MORTGAGE CORPORATION

2. *The name which it shall use in Idaho is

3. It is incorporated under the laws of California

4. The date of its incorporation is June 17, 1981 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 1600 Riviera Ave., Suite 400, Walnut Creek, CA 94596

6. The address to which correspondence should be addressed, if different from that in item 5 N/A

7. The street address of its proposed registered office in Idaho is 300 North 6th Street Boise, Idaho 83701

and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Any legal act or activity for which corporations may qualify in Idaho

9. The names and respective addresses of its directors and officers are:

Table with 3 columns: Name, Office, Address. Content: SEE ATTACHMENT B

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

(continued on reverse)

11. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated OCTOBER 2, 19 85.

CAL AMERICA MORTGAGE CORPORATION

By *[Signature]*

James P. Rapp, Its _____ President

and *[Signature]*

Raymond Holvenstot, Its _____ Secretary

STATE OF CALIFORNIA)
) ss:
COUNTY OF CONTRA COSTA)

I, BEVERLY D. KLEMENT, a notary public, do hereby certify that on this 2ND day of OCTOBER, 19 85, personally appeared before me James P. Rapp, who being by me first duly sworn, declared that he is the President of CAL AMERICA MORTGAGE CORPORATION

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

[Signature]
Notary Public
My Commission expires 12/27/85

*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.



ATTACHMENT "B"

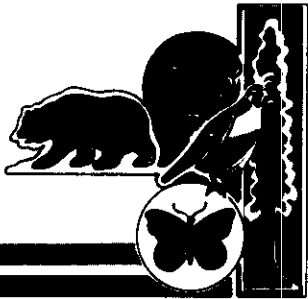
ADDENDUM

DIRECTORS:

<u>Name and Address</u>	<u>Term of Office</u>
Richard J. Meyer 636 Hermosa Fullerton, CA 93526	Three years to March, 1987
Paul T. Peterson 2900 Filbert Drive Walnut Creek, CA 94598	Two years to March, 1987
David E. Harman 19060 Shadow Ridge Lane Yorba Linda, CA 92686	Two years to March, 1987
Allen W. Ralston 360 Santiago Avenue Long Beach, CA 90814	One year to March, 1987

OFFICERS:

<u>Name and Address</u>	<u>Title</u>	<u>Term of Office</u>
James P. Rapp 1079 Village Oak Rd. Martinez, CA 94553	President and CEO	Until 3rd Tuesday in March
Richard G. Andrus 2820 Ryan Drive Concord, CA 94518	Exec. V.P. Major Loan Div.	
Raymond L. Holvenstot 1173 Singingwood Court Walnut Creek, CA 94596	Exec. V.P. Controller	
Ronald T. Wilsie 967 Jansen Avenue San Jose, CA 95125	Exec. V.P. Residential Loans Div.	
Gerald Mark, Jr. 19 Calvin Court Orinda, CA 94565	Sr. V.P. No. Cal. Region Mgr.	
Robert M. Swanson 2606 E. N. Tustin Ave. Santa Ana, CA 92705	Sr. V.P. So. Cal. Region Mgr.	
Calvin M. Watts P. O. Box 2250 Los Gatos, CA 95031	Sr. V.P. Secondary Marketing Mgr.	



State of California

OFFICE OF THE SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 17th day of June, 1981,

CAL AMERICA MORTGAGE CORPORATION

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this 13th day of December, 1985.

March Fong Eu

Secretary of State