

State of Idaho

Department of State

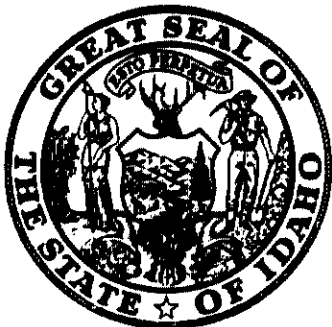
CERTIFICATE OF AUTHORITY OF

STM MORTGAGE COMPANY
File number C 106271

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

Dated: May 10, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Barnes*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation) **MA: 10 10 21 AM '94**

SECRETARY OF STATE

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 STM MORTGAGE COMPANY

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

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Texas

4. The date of its incorporation is September 14, 1989 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

1250 Mockingbird Lane, Ste. 600, Dallas, Texas 75247

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

Same

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 is proposed to pursue in the transaction of business in Idaho are:

See attached purpose clause

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE

19940810 0900 79152 3
CK #: 14229 CUST# 15930
CORP 10 120.00= 120.00

: C

ACA593

File Two Copies along with a Certificate
of Corporate Status or Existence

Fee: \$100 if typed with no attachments

\$120 if not type or if attachments are included

(IDAHO - 2542 - 7/13/93)

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

Name	Office	Address
<u>See attached list of directors and officers</u>	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 5-2-94

STM MORTGAGE COMPANY

(Corporation Name)

By *Gary B. Janeway*
 Gary B. Janeway Its President/Vice President (please specify)
 and *Beverly J. Sacca*
 Beverly Sacca Its Secretary/Assistant Secretary (please specify)

STATE OF Texas
 COUNTY OF Dallas

I, Kimberly K. Psencik, a notary public, do hereby certify that on this 3rd day of May, 19 94, personally appeared before me Gary B. Janeway, who being by me first duly sworn, declared that (s)he is the President of _____

STM MORTGAGE COMPANY

that (s)he signed the foregoing documents as President of the corporation and that the statements therein contained are true.

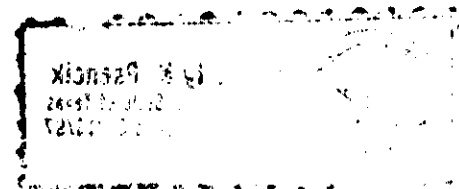


Kimberly K. Psencik
 Notary Public

Appendix to Idaho
Application for Certificate of Authority

**Purpose Clause of
STM MORTGAGE COMPANY**

Origination and servicing of first lien single/family mortgage liens.
Notwithstanding the foregoing, the purpose of the corporation is to
engage in any lawful act or activity for which corporations may be
organized to do business under the laws of Idaho.



Appendix to Idaho
Application for Certificate of Authority

**Directors and Officers of
STM MORTGAGE COMPANY**

1. James B. Reeder, Chairman of the Board and Director
1250 Mockingbird Lane
Dallas, Texas 75247
2. Christopher Roberts Bright, Director
2911 Turtle Creek Blvd. Ste. 700
Dallas, Texas 75219
3. James B. Francis, Jr., Director
2911 Turtle Creek Blvd. Ste. 700
Dallas, Texas 75219
4. Clay Van Ness Bright, Secretary and Director
2911 Turtle Creek Blvd.
Dallas, Texas 75219
5. Gary B. Janeway, President and Director
1250 Mockingbird Lane Ste. 600
Dallas, Texas 75247
6. Myron Olsen, Treasurer
1250 Mockingbird Lane Ste. 600
Dallas, Texas 75247
7. Eddie B. Corbitt, Executive Vice President
1250 Mockingbird Lane, Ste. 600
Dallas, Texas 75247
8. Keith Klein, Comptroller
1250 Mockingbird Lane, Ste. 600
Dallas, Texas 75247
9. John Sanders, Senior Vice President
1250 Mockingbird Lane, Ste. 600
Dallas, Texas 75247
10. Dave Thayer, Senior Vice President
5776 Stoneridge Mall Road Site 255
Pleasanton, California 94588
11. Beverly Sacca, Assistant Secretary
1250 Mockingbird Lane, Ste. 600
Dallas, Texas 75247



The State of Texas

Mar 10 10 21 AM '94

Secretary of State

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, THAT

STM MORTGAGE COMPANY

FILED ARTICLES OF INCORPORATION IN THIS OFFICE AND WAS ISSUED
A CERTIFICATE OF INCORPORATION ON

SEP. 14, 1989;

THAT SO FAR AS IS SHOWN BY THE RECORDS OF THIS
DEPARTMENT, NO CERTIFICATE OF DISSOLUTION HAS BEEN FILED FOR SAID
CORPORATION, AND IT IS STILL IN EXISTENCE.

IN TESTIMONY WHEREOF, I HAVE HEREUNTO
SIGNED MY NAME AND CAUSED TO BE
IMPRESSED HEREON THE SEAL OF STATE ON
APR. 28, 1994



Rowell Kirk

Secretary of State