

State of Idaho

Department of State

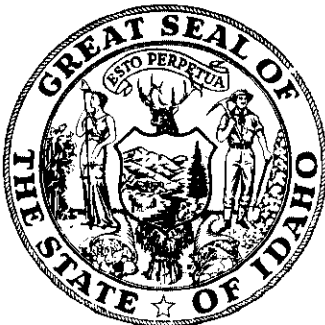
CERTIFICATE OF AUTHORITY OF

CENTEX FINANCE COMPANY
File number C 126942

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: December 31, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Deines*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

Dec 31 1998

1. The name of the corporation is Centex Finance Company
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Nevada
4. Its date of incorporation is June 18, 1997
5. The address of its principal office is 2728 N. Harwood, Dallas, TX 75201-1516
6. The address to which correspondence should be addressed, if different from item 5, is P. O. Box 199000, Dallas, TX 75219-9000
7. The street address of its registered office in Idaho is 1401 Shoreline Drive, Boise, Idaho 83702
_____, and its registered agent in Idaho at that address is Corporation Service Company
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached officers/directors rider		

Dated: December 29, 1998

Centex Finance Company

(Corporation name)

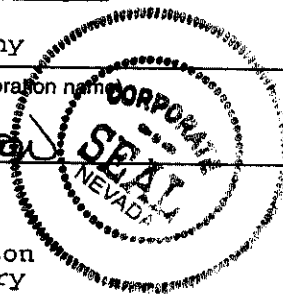
By

E. J. Thompson

Eleanor J. Thompson
Assistant Secretary

Its

(specify capacity of signer)



Customer Acct # _____ IDAHO SECRETARY OF STATE

(if using pre-paid account)

12/31/1998 09:00
CK: 14091 CT: 84896 BM: 174855

1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

Revised 7/87

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C126942

**Centex Finance Company
Officers and Directors**

Business Address for all Officers and Directors: 2728 N. Harwood
Dallas, Texas 75201

P. O. Box 199000
Dallas, Texas 75219-9000

Anthony H. Barone

Sole Director

Officer	Title
Anthony H. Barone	President and Chief Executive Officer
Thomas M. Cox	Executive Vice President
Anne E. Duffield	Senior Vice President, General Counsel and, Assistant Secretary
Timothy Bartosh	Vice President
Bill Cukr	Vice President and Assistant Treasurer
Tom Herrman	Vice President
J. Scott Howell	Vice President - Secondary Marketing
Mick McGlothlen	Vice President
Eric Pretzlaff	Vice President and Controller
Vicki A. Roberts	Vice President and Treasurer
Raymond G. Smerge	Secretary
Susan C. Blom	Assistant Vice President
Janet L. Erickson	Assistant Vice President
Richard C. Harvey	Assistant Vice President
Duane Homan	Assistant Vice President - Securitization
James H. Graass	Assistant Secretary
Eleanor J. Thompson	Assistant Secretary
Lisa S. Cooper	Document Signer and Assistant Secretary
Debbi S. Hathcock	Document Signer and Assistant Secretary
Gail Keeton	Document Signer and Assistant Secretary
Karen Renner	Document Signer and Assistant Secretary
Wayne Vaughn	Document Signer and Assistant Secretary

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **CENTEX FINANCE COMPANY** as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 18, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on December 29, 1998.



Dean Heller
Secretary of State

By *A. L. Lavee*
Certification Clerk