

# State of Idaho

## Department of State

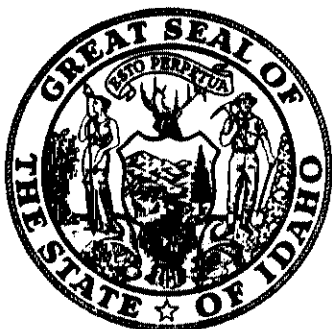
### CERTIFICATE OF AUTHORITY OF

### HEADLANDS MORTGAGE CO.

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

Dated: February 18, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*[Signature]*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED  
SEC. 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:

- 34 FEB 18 PM 2:28
1. The name of the corporation is Headlands 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 California
  4. The date of its incorporation is September 1, 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 1100 Larkspur Landing #290, Larkspur, California 94939
  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:  
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.

(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  
19940218 0900 57003 1  
CK #: 94568 CUST# 30058  
CORP 1@ 120.00= 120.00

# 1 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: 2/9/04

Headlands Mortgage Company

(Corporation Name)

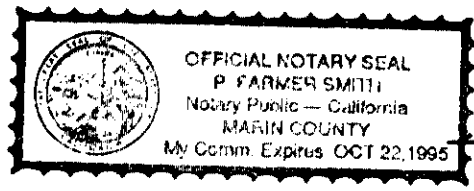
By Jonathan S. Wolfe  
 Jonathan S. Wolfe Its President/Vice President (please specify)  
 and Gilbert J. MacQuarrie  
 Gilbert J. MacQuarrie Its Secretary/Assistant Secretary (please specify)

STATE OF California )  
 ) ss:  
 COUNTY OF Marin )

I, P. Farmer Smith, a notary public, do hereby certify that on this 9th day of February, 19 04, personally appeared before me Jonathan S. Wolfe, who being by me first duly sworn, declared that (s)he is the Vice President of \_\_\_\_\_

Headlands Mortgage Company

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



P. Farmer Smith  
 Notary Public

RANK	NAME	AREA OF EXPERTISE
President	Peter T. Paul	
Senior Vice President	Becky Poisson	Operations
	Jonathan Wolfe	Corporate Counsel
	Michael Boland	Special Projects and Business Development
Vice President	Dennis Tussey	Servicing
	Katie Coddair	Facilities
	Bernie Grochmal	Commitments
	Alicia Franklin	Secondary Marketing
	Gil MacQuarrie	Secretary / Treasurer
	Bob Wright	Production
	Pattie Farmer Smith	Compliance
Directors	Peter T. Paul	
	Dennis Hart	

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 \_\_\_\_\_ 1st \_\_\_\_\_ day of \_\_\_\_\_ September \_\_\_\_\_, 19 81 \_\_\_\_\_,

HEADLANDS MORTGAGE CO.

*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  
4th day of February, 1994

*March Fong Eu*

Secretary of State