

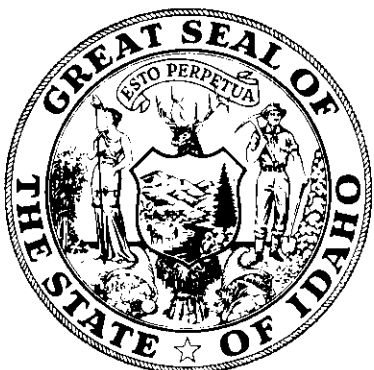
CERTIFICATE OF AUTHORITY
OF

SMC MORTGAGE CORPORATION

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

Dated **June 17, 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 SMC Mortgage Corporation

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

3. It is incorporated under the laws of New Mexico

4. The date of its incorporation is February 11, 1985 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 2517 Wyoming Blvd. NE, Albuquerque, N M 87112

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

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:

To engage in the business of buying, selling, holding,

investing and otherwise dealing in real property loans and

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

Name

Office

Address

see attached

10. 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

500,000

Common

No par value shares

(continued on reverse)

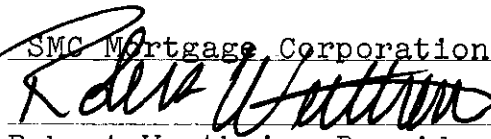
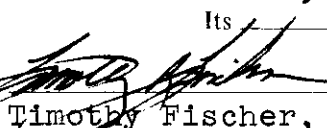
11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>No par value shares</u>

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

13. 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 April 29, 19 85

SMC Mortgage Corporation
By 
Robert Wertheim, President
Its _____ President
and 
Timothy Fischer, Sec.-Treas.
Its _____ Secretary

STATE OF New Mexico)
COUNTY OF Bernalillo) ss:

I, Gloria A. Dollahon, a notary public, do hereby certify that on this 29th day of April, 19 85, personally appeared before me Robert Wertheim and Timothy Fischer, who being by me first duly sworn, declared that he is the President and Sec.-Treasurer of SMC Mortgage Corporation

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


Notary Public

Name Gloria A. Dollahon

*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.

My Commission expires March 6, 1988

Directors and Officers

Robert Wertheim, President	13324 Sunset Canyon Dr. NE Albuquerque, NM 87111	2-11-85
Timothy Fischer, Vice-Pres. Sec., Treas	2517 Wyoming Blvd. NE Albuquerque, NM 87112	2-11-85
Robert Wertheim, Director	13324 Sunset Canyon Dr. NE Albuquerque, NM 87111	2-11-85
Robert M. DeVore, Director	1213 Lantern Rd. NE Albuquerque, NM 87109	2-11-85
R. Glenn Wertheim, Director	5304 West Wind NE Albuquerque, NM 87111	2-11-85

STATE OF NEW MEXICO



OFFICE OF

THE STATE CORPORATION COMMISSION
Certificate of Corporate Good Standing

IT IS HEREBY CERTIFIED, that SMC MORTGAGE CORPORATION
_____, a corporation organized under the laws of the
State of New Mexico is duly authorized to transact business in New Mexico, as a Domestic
Business corporation, having filed its Articles of Incorporation on
February 11, 1985 and Certificate of Incorporation issued as of said date.

AND IT IS FURTHER CERTIFIED, that the fees and franchise taxes due the State
Corporation Commission which have been assessed against the aforesaid corporation, having
been paid to date, and it is in corporate good standing, and duly authorized to transact
business in New Mexico. This Certificate is valid until March 15, 1986.



In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the seal of said Commission to be affixed at the City of Santa Fe on

June 11, 1985

A handwritten signature in dark ink, appearing to read "Paul R. Salas", written over a horizontal line.

Director

A handwritten signature in dark ink, appearing to read "Eric P. Serma", written over a horizontal line.

Chairman