



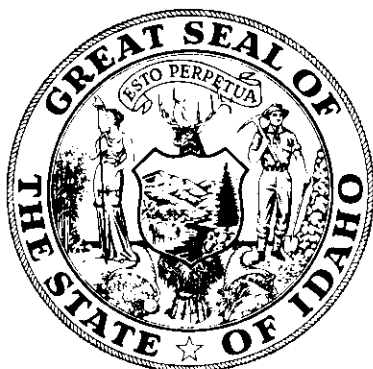
CERTIFICATE OF AUTHORITY
OF

AMERICAN WRAP MORTGAGE

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

Dated April 11, 1984



Pete T. Cenarrusa

SECRETARY OF STATE

Denise Heiler

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 ~~4~~ Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is AMERICAN WRAP MORTGAGE

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

3. It is incorporated under the laws of CALIFORNIA

4. The date of its incorporation is September 27, 1979 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 710 South Broadway, Suite 208, Walnut Creek, CA 94596

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:

First and Second Deed of Trusts

Real Estate Financing

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

Name

Office

Address

-See attached list-

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

75,000

Common

no par value

(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</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 copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated March 23, 19 84

AMERICAN WRAP MORTGAGE

By *Ronald Morck*
Ronald Morck
Its _____ President

and *G. Capers*
G. Capers
Its Assistant Secretary

STATE OF CALIFORNIA)
COUNTY OF CONTRA COSTA) ss:

I, CAROLYN ATWOOD, a notary public, do hereby certify that on this 23rd day of March, 19 84, personally appeared before me Ronald Morck, who being by me first duly sworn, declared that he is the President of AMERICAN WRAP MORTGAGE

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

Carolyn Atwood
Notary Public

*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.



OFFICERS AND DIRECTORS OF
AMERICAN WRAP MORTGAGE

OFFICERS

Ronald Morck [President]

G. Capers [Executive Vice Pres.
& Assistant Secretary]

Judy Everett [Senior Vice Pres.]

ADDRESSES

710 South Broadway, Suite 208
Walnut Creek, CA 94596

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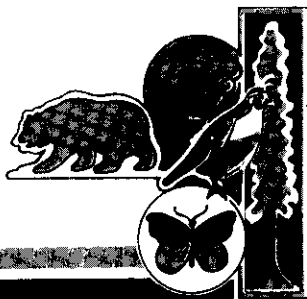
DIRECTORS

Arthur H. Sutter [Chairman of
the Board]

Judith J. Sutter

710 South Broadway, Suite 208
Walnut Creek, CA 94596

710 South Broadway, Suite 208
Walnut Creek, CA 94596



State of California

OFFICE OF THE SECRETARY OF STATE

APR 11 9 2 11 AM '84

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

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

APR - 6 1984



March Fong Eu

Secretary of State

962748

SEP 27 1979

ARTICLES OF INCORPORATION

OF

Kathleen P. Sutter
Secretary

AMERICAN WRAP MORTGAGE

ONE: The name of this corporation is AMERICAN WRAP MORTGAGE.

TWO: The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

THREE: The name and address in this state of the corporation's initial agent for service of process is Arthur H. Sutter; 800 N. Broadway, Suite 202; Walnut Creek, California 94596.

FOUR: The total number of shares which the corporation is authorized to issue is seventy-five thousand (75,000).

Dated: September 21, 1979

Arthur H. Sutter

Arthur H. Sutter

I declare that I am the person who executed the above Articles of Incorporation, and such instrument is my act and deed.

Arthur H. Sutter

Arthur H. Sutter