

State of Minnesota

Oct 2 10 57 AM '95
STATE

SECRETARY OF STATE

CERTIFICATE OF MERGER

I, Joan Anderson Grove, Secretary of State of Minnesota, keeper of the Great Seal of the State and custodian of the documents pertaining to businesses governed by the laws of this State, do hereby certify that: the entities listed below have merged under the provisions of Minnesota law and have designated the surviving entity listed below. I further certify that the merger documents indicate the name change shown below and were filed on and have the effective date listed below. I further certify that the ability of the participating entities to do business ceased as of the effective date of the merger.

PARTICIPATING ENTITIES:

- Norwest Mortgage, Inc., a Minnesota corporation
- Directors Mortgage Loan Corporation, a California corporation

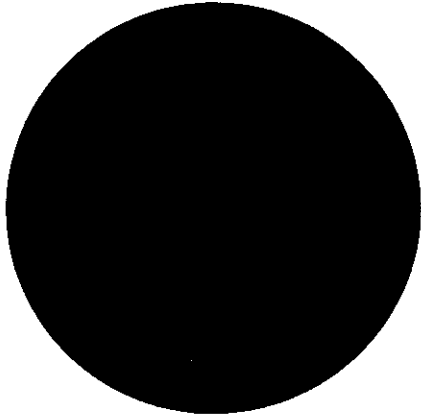
SURVIVING ENTITY: Directors Mortgage Loan Corporation

NAME CHANGE: Norwest Mortgage, Inc.

FILING DATE: September 1, 1995

EFFECTIVE DATE: September 1, 1995

This certificate has been issued on September 1, 1995.



IDAHO SECRETARY OF STATE

10/25/95 9:00:00 AM
Customer # 49738
TV 9600 0648 1638A

Joan Anderson Grove
Secretary of State.
CORPORATION FROM MERGER
1 @ 20.00 = 20.00