

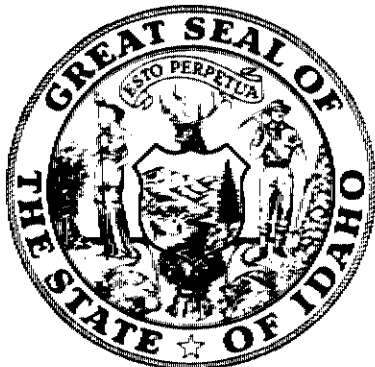
Department of State.

**CERTIFICATE OF AUTHORITY
OF
NATIONAL FIRST MORTGAGE CORP. OF PENNSYLVANIA**

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

Dated October 22, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

Jedra Mathews

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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:

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1. The name of the corporation is National First Mortgage Corp. of Pennsylvania

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 Pennsylvania

4. The date of its incorporation is May 6, 1987 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

300 Sixth Avenue, Pittsburgh, Pennsylvania 15222

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

300 Sixth Avenue, Pittsburgh, Pennsylvania 15222

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 originate, service, purchase, sell and otherwise deal in mortgages and financial instruments of all kinds and to engage in and to do any lawful business for which corporations may be incorporated under Pennsylvania Business Corporation law.

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

Name	Office	Address
<u>Andrew R. Evans</u>	<u>Director</u>	<u>1000 Center Oak Drive Pittsburgh, PA 15237</u>
<u>James C. McDonough, Jr.</u>	<u>Director</u>	<u>1501 Hollow Tree Drive Pittsburgh, PA 15241</u>
<u>Mary A. Oluvic</u>	<u>Director</u>	<u>131 Druid Drive McMurray, PA 15317</u>
<u>John W. Fahnestock, Jr.</u>	<u>Director</u>	<u>1644 Tiffany Ridge Drive Pittsburgh, Pa 15241</u>
<u>Michael E. Fetsko, Jr.</u>	<u>Director</u>	<u>5210 Meadowcrest Road Pittsburgh, PA 15236</u>
<u>James C. McDonough, Jr.</u>	<u>President</u>	<u>1501 Hollow Tree Drive Pittsburgh, PA 15241</u>

(continued on reverse)

Name	Office	Address
Barry N. Wells	Senior Vice Pres. Secretary	123 Highland Avenue McMurray, PA 15137
Frank E. DeSalvo	Chief Financial Officer/Treasurer	612 West Horner Street Ebensburg, PA 15931
James F. Carr	Senior Vice Pres. of Operations	2650 Rossmoor Drive Upper St. Clair, Pittsburgh, PA 15241
Donna Shove	Vice Pres, Under-writing/Quality Control	1208 Forbes Place El Dorado Hills, CA 95630

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: X September 17, 1987

National First Mortgage Corp, Of Pennsylvania
(Corporation Name)

By [Signature]
James C. McDonough, Jr. Its President/ ~~XXXXXXXXXXXXXXXXXXXX~~

and [Signature]
Barry N. Wells, Its Secretary/ Assistant Secretary (please specify) ~~XXXXXXXXXXXX~~

STATE OF Pennsylvania)
) ss:
COUNTY OF Allegheny)

I, Marilyn L. Gibson, a notary public, do hereby certify that on
this 17th day of September, 19 87, personally appeared before
me James C. McDonough, Jr. and Barry N. Wells, who being by me first duly sworn, declared that ~~they~~ they
are the President and Secretary of National First Mortgage Corp. of Pennsylvania

that ~~they~~ they signed the foregoing document as President and Secretary of the corporation and that
the statements therein contained are true.

MARILYN L. GIBSON, NOTARY PUBLIC
ROBINSON TWP., ALLEGHENY COUNTY
MY COMMISSION EXPIRES MAY 18, 1989
Member, Pennsylvania Association of Notaries

[Signature]
Notary Public

Commonwealth of Pennsylvania



REC.
SEC. OF STATE

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October 15, 1987

To All to Whom These Presents Shall Come: Greeting:

I DO HEREBY CERTIFY, That from an examination of the indices and corporate records of this department, it appears that on May 6, 1987 a Certificate of Incorporation was issued to a Pennsylvania corporation entitled

"NATIONAL FIRST MORTGAGE CORP. OF PENNSYLVANIA"

I DO FURTHER CERTIFY, That no proceedings in dissolution adversely affecting the corporate existence of the foregoing have subsequently been filed.

WHEREFORE, it appears that this corporation remains a presently subsisting corporation as of the date hereof.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the Commonwealth to be affixed, the day and year above written.

James J. Blaylock

Secretary of the Commonwealth