

State of Idaho

Office of the Secretary of State

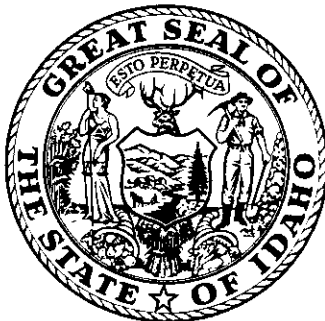
**CERTIFICATE OF AUTHORITY
OF
PRUDENTIAL HOMES CORPORATION**

File Number C 151938

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 3 December 2003



Ben Yursa
SECRETARY OF STATE

By *Sheryl DeWine*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2003 NOV -7 PM 12:47

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is:
Prudential Homes Corporation
- The name which it shall use in Idaho is: Prudential Homes Corporation
- It is incorporated under the laws of: New York
- Its date of incorporation is: 12/09/1976
- The address of its principal office is:
200 Summit Lake Drive, Valhalla, NY 10595
- The address to which correspondence should be addressed, if different from item 5, is:
213 Washington St., 8th Floor - Tax Division, Newark, NJ 07102
- The street address of its registered office in Idaho is: 300 North 6th Street, Boise, ID 83701
and its registered agent in Idaho at that address is: CT Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Margery Marshall</u>	<u>President</u>	<u>3333 Michelson Drive, Irvine, CA 92612</u>
<u>David Franzetta</u>	<u>Vice President</u>	<u>3333 Michelson Drive, Irvine, CA 92612</u>
<u>Michael Wasenius</u>	<u>Secretary</u>	<u>200 Summit Lake Drive, Valhalla, NY 1059</u>
<u>Charles Chaplin</u>	<u>Treasurer</u>	<u>751 Broad Street, Newark, NJ 07102</u>
<u>Janice Pavlou</u>	<u>Assistant Controller</u>	<u>213 Washington St., Newark, NJ 07102</u>
<u>Dominic Fiore</u>	<u>Assistant Controller</u>	<u>213 Washington St., Newark, NJ 07102</u>

Dated: 5/1/03

Signature: Margery Marshall

Typed Name: Margery Marshall

Capacity: President

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
11/07/2003 05:00
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Web Form

C 151938

Prudential Homes Corporation

Year 2002

NOV 17 PM 2:26
STATE OF IDAHO

Name	Title	Address
Adams, Gloria M.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Adkinson, Sharon K.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Albitz, Curtis A.	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Allan, Debbie	Asst. Secretary	5700 Jonge St., Ste. 1110, North York, Ontario M2M4K2
Allen, Clifton V.	Asst. Secretary	16501 Ventura Blvd., Encino, CA 91436-2007
Aling, Judith W.	Asst. Secretary	1300 Parkwood Circle Suite 200, Atlanta, GA
Andrea, William	Asst. Secretary	2500 City West Blvd., Houston, TX 77042
Androy, Danielle	Asst. Secretary	1471 Via De Ha Palma, Jupiter, FL
Arnevik, Joanne	Asst. Secretary	13001 County Rd. 10, Plymouth, MN 55442
Atchinson, Roger	Asst. Vice President	3949 N. Wilke Rd., Arlington Hts, IL 60004
Baird, Florence M.	Asst. Secretary	3949 N. Wilke Rd., Arlington Hts, IL 60004
Barone, Regina M.	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Barth, Deborah A.	Asst. Secretary	15020 S. Ravinia Ave., Orlando Pk., IL 60462
Bencivengo, David	Asst. Vice President	2 Corporate Dr., Sheldon, CT
Blinn, Paul	Asst. Comptroller	213 Washington St., Newark, NJ 07102-3777
Bock, Marie	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Bonfiglio, Theresa E.	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Bonistalli, Jeff L.	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Bosbous, Fredrick C.	Asst. Secretary	2500 City West Blvd., Suite 499, Houston, TX 77042
Bosse, Valerie A.	Asst. Secretary	126 Heather Ridge, Huntington, CT
Brooks, Julian	Asst. Secretary	Goldman Sachs & Co., 85 Broad St., New York, NY 10004
Brownlee, Matthew W.	Asst. Secretary	2500 City Wood Blvd, Houston, TX 77042
Bryant, Kay	Asst. Secretary	700 Universe Blvd Juno Beach, FL
Campen, David	Asst. Comptroller	213 Washington St., Newark, NJ 07102-3777
Capuano, Martin E.	Vice President	200 Summit Lake Dr. Valhalla, NY 10595
Cardini, Joseph M.	Asst. Vice President	1700 E. Golf Rd, Schaumburg, IL
Cazalet, Michael F.	Asst. Vice President	2500 City Wood Blvd, Houston, TX 77042
Chaleski, Lorraine	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Chaplin, Charles E.	Treasurer	751 Broad St., Newark, NJ 07102-3777
Chaplin, Charles E.	Vice President	751 Broad St., Newark, NJ 07102-3777
Chotnier, Martin P.	Asst. Comptroller	213 Washington St., Newark, NJ 07102-3777
Clare, Kimberly C.	Asst. Secretary	911 Highland Square, Atlanta, GA
Conciatori, Dawn	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Connolly, Eileen	Asst. Secretary	4140 Jackson Drive, Lafayette Hill, PA
Cooling, Terri	Asst. Vice President	73 Sylvan Crest Drive, Southbury, CT
Cunningham, Laurell	Asst. Secretary	2500 City West Blvd., Suite 400, Houston, TX 77042
Dahlem-Krempecki, Margaret G	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
D'amico, Jill	Asst. Secretary	2 Corporate Dr., Sheldon, CT
D'auila, Frank T.	Vice President	2 Corporate Dr., Sheldon, CT
David, Martin R	Vice President	3333 Michelson Drive, Irvine, CA 92612
DeGloria, Louis	Vice President	1300 Parkwood Circle, Suite 200, Atlanta, GA
Dei Mauro, Dianne L.	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Delaney, Laura J.	Asst. Treasurer	751 Broad St., Newark, NJ 07102-3777
Dick, Melissa C.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Dircks, Kevin J	Asst. Secretary	
Dillon, Carol	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595

Dockins, Joan	Asst. Secretary	224 W. Dryden Apt 41 Glendale, CA
Dotoratos, James	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Duncan, Sharon	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Edmondson, Bobby W.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Elias, Jennifer	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Fargo, Bernadette	Asst. Secretary	2500 City West Blvd., Suite 400, Houston, TX 77042
Faulknor, Timothy A.	Asst. Treasurer	200 Wood Ave., Iselin, NJ
Fetten, Timothy C.	Asst. Treasurer	751 Broad St., Newark, NJ 07102-3777
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Fish, Beverly	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Fisher, Stephen J.	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Franzetta, Paul D	Director	3333 Michelson Dr., Irvine, CA 92612
Franzetta, Paul D	Executive Vice President	3333 Michelson Dr., Irvine, CA 92612
Frenetta, Rachel K.	Asst. Secretary	224 W. Dryden Apt 41 Glendale, CA
Gabinski, Elizabeth E.	Asst. Secretary	1700 E. Golf Rd., Ste. 700, Schaumburg, IL
Gack, Karen A.	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
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Gandara, Sandra P.	Asst. Secretary	3631 Commonweath Place, Woodbury, MN
Gann, Linda G.	Asst. Treasurer	213 Washington St., Newark, NJ 07102-3777
Gilmer, Judy A.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Gleason, Geraldine M.	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Goedeke, Shannon	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Gold, Nancy	Asst. Secretary	
Goodkind, Tom	Asst. Secretary	1140 Connecticut Ave., Suite 510, Washington, DC
Gracyk, Linda	Asst. Secretary	1100 Woodfield Rd., Suite 520, Schaumburg, IL
Green, Beverly	Asst. Secretary	200 Athens Way Dept 8402 Nashville, TN 37228-1397
Grippio, Mark	Vice President	200 Summit Lake Dr. Valhalla, NY 10595
Gyore, Jan	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Hagan, Susan J.	Sr. Vice President	1700 E. Golf Rd., Ste. 700, Schaumburg, IL
Hamlin, Tia	Asst. Secretary	2500 City West Blvd., Suite 400, Houston, TX 77042
Hansen, Glenn C.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Hartsock, Andrew S	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Hawkes, Patricia	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Hayward Hudeck, Sandra J.	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Hebrank, Thomas C.	Asst. Comptroller	3333 Michelson Drive, Irvine, CA 92612
Hefner, Sylvia	Asst. Secretary	224 W. Dryden Apt 41 Glendale, CA
Hessel, Stephen	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Hicks, Donald A.	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Hicks, Janet	Asst. Secretary	200 Athens Way Dept 8402 Nashville, TN 37228-1397
Higuera, Gustavo	Asst. Vice President	2 Corporate Dr., Sheldon, CT
Hoffman, Kathleen C.	Asst. Treasurer	751 Broad St., Newark, NJ 07102-3777
Holtman, Ellen J.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Houghtaling, Nancy	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Hoyt, Richard R.	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Hoyt, Richard R.	Asst. Vice President	2 Corporate Dr., Sheldon, CT
Hubbell, Jonathan A.	Vice President	3333 Michelson Dr., Irvine, CA
Hughes, Phyllis	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Jacknick, Pamela M.	Asst. Secretary	32 E. Beech Drive # 20 Schaumburg, IL
Johnson, Carole	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Karns, Amy E.	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Kelly, Deborah A.	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595

Keogh, John P.	Asst. Vice President	2 Corporate Dr., Sheldon, CT
Kesling, Cheryl A.	Asst. Secretary	16430 N. Scottsdale Rd, Scottsdale, AZ 85254
King, Daniel R.	Vice President	200 Summit Lake Dr. Valhalla, NY 10595
Knapp, John P.	Asst. Secretary	2 Corporate Dr., Sheldon, CT 06484-6238
Kopf, Norma	Asst. Secretary	751 Broad St., Newark, NJ 07102-3777
Kunkel, Patricia A.	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Larson, Charles E.	Comptroller	3333 Michelson Dr., Irvine, CA
Larson, Charles E.	Vice President	3333 Michelson Dr., Irvine, CA
Layton, Anne	Asst. Secretary	200 Lanidex Plaza, Parsippany, NJ
Leonard, Martha K	Asst. Secretary	
Lucas, Teresa D.	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Lullo, Gerard J.	Asst. Vice President	1100 Woodfield Rd., Suite 520, Schaumburg, IL
Lyster, Bruce D.	Asst. Secretary	356 Robin Lane Collegeville, PA
Mack, Debra A.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Madden, Cindy	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Maglaris, Peter S.	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Mansur-Brown, Patricia M.	Vice President	3333 Michelson Dr., Irvine, CA
Mara, Michelle	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Marshall, Margery M	President	3333 Michelson Dr., Irvine, CA 92612
Marshall, Margery M	Director	3333 Michelson Dr., Irvine, CA 92612
Mayer, James W.	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Mayfield, Barbara A	Asst. Secretary	
Mayfield, Barbara A	President	
McDonald, Mary	Asst. Secretary	15805 Leavenworth Street, Omaha, NE
McNamee, Frank	Asst. Vice President	3333 Michelson Drive, Irvine, CA 92612
Mehta, Arun	Asst. Secretary	200 Consulium Place Scarborough, ON
Mello, Elizabeth	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Michalek, Alice A.	Asst. Secretary	1100 Woodfield Rd., Suite 520, Schaumburg, IL
Micinilio, Robin	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Monk, Nancy A.	Asst. Vice President	2 Corporate Dr., Sheldon, CT
Morris, Kathleen	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Morris, William	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Moskowitz	Asst. Comptroller	
Muliero, Alexander	Asst. Vice President	2 Corporate Dr., Sheldon, CT
Nemer, William G.	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Neumann, Astrid E.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Nigro, Patricia	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Nimer, Michael	Sr. Vice President	1300 Parkwood Circle, Suite 200, Atlanta, GA
Norman, Eileen M.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
O'Connor, Rosemarie	Vice President	200 Summit Lake Dr. Valhalla, NY 10595
Overbay, Barbara Z.	Asst. Secretary	605 McGachy Lane Franklin, TN
Owen, Diane	Asst. Secretary	Goldman Sachs & Co., 85 Broad St., New York, NY 10004
Oxtoby, Janet	Asst. Secretary	200 Consulium Place Scarborough, ON
Pavlou, Janice F.	Asst. Comptroller	213 Washington St., Newark, NJ 07102-3777
Pensky, Sandra K	Asst. Secretary	
Pope, Theresa A		
Posterick, Richard	Asst. Secretary	3M Center Street St Paul, MN
Powers, Michael	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Poweziak, Elizabeth T.	Asst. Secretary	1700 E. Golf Rd, Schaumburg, IL
Price, Daphne	Asst. Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Puckett, Mike	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA

Raquet, Joyce	Asst. Secretary	100 Deforest Avenue East Hanover, NJ 07936
Renjen, Vikram	Vice President	765 Broad St., Newark, NJ 07102
Resetar, John	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Rhodes, John M.	Vice President	1300 Parkwood Circle, Suite 200, Atlanta, GA
Robbins, Martha M.	Asst. Secretary	1100 Woodfield Rd., Suite 520, Schaumburg, IL
Robinson, Kimberly D.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Rolph-Barclay, Deborah	Asst. Secretary	2920 Mathson Blvd. East., 8th Fl., MO
Rota, Adele	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Russell, Christine P.	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Russo, Beth S		
Ryan, Karrin		
Santangelo, Teresa	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Sawyer, Susan C.	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Schaller, Susanne E	Asst. Secretary	3333 Michelson Dr., Irvine, CA
Schneider, James R.	Director	2 Corporate Dr., Sheldon, CT
Schneider, James R.	Executive Vice President	2 Corporate Dr., Sheldon, CT
Shepherd, Rita A.	Asst. Secretary	2500 City West Blvd., Suite 400, Houston, TX 77042
Sieradzki, Marilyn	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Singleton, Patricia	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Sleyster, Scott G.	Vice President	71 Hanover Road, Florham Park, NJ 07932
Smith, Joy	Asst. Secretary	10236 Marion Park Drive Kansas City, MO
Sokolosky, Marilyn S.	Asst. Secretary	PO Box 2916, Torrance, CA 90509
Straw, Linda	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Strickland, Jean	Vice President	3333 Michelson Drive, Irvine, CA 92612
Sue-Chuck, Jennifer	Asst. Secretary	200 Consulium Place Scarborough, ON
Suppanz, Glenn P.	Asst. Secretary	2 Corporate Dr., Sheldon, CT
Tankersley, Kimberly	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Teague, Sally	Asst. Secretary	410 Swing Road, Greensboro NC 2419-8300
Temple, Greg	Asst. Secretary	1100 Woodfield Rd., Suite 520, Schaumburg, IL
Tesoriero, Marie E.	Asst. Secretary	Goldman Sachs & Co., 85 Broad St., New York, NY 10004
Townsend, Stephen	Asst. Secretary	2500 City Wood Blvd., Houston, TX 77042
Van Der Wall, John R.	Chairman	3333 Michelson Dr., Irvine, CA 92612
Van Der Wall, John R.	Director	3333 Michelson Dr., Irvine, CA 92612
Van Der Wall, John R.	President	3333 Michelson Dr., Irvine, CA 92612
Vaughn, Lehman	Asst. Secretary	100 Woodfield Rd Schauburg, IL
Vedral, Christine M.	Asst. Secretary	1100 Woodfield Rd., Suite 520, Schaumburg, IL
Velazquez, Lydia W.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Wagner, Rita M.	Sr. Vice President	2500 City West Blvd., Suite 400, Houston, TX 77042
Walls, Bridgid H.	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Ward, Patricia M.	Asst. Secretary	10900 NE 4th S., Bellevue, WA
Warden, Monica Ann	Asst. Secretary	2500 City West Blvd., Houston, TX 77042
Warren, Janice K.	Asst. Secretary	1300 Parkwood Circle, Suite 200 Atlanta, GA
Warson, Eric	Asst. Vice President	3333 Michelson Drive, Irvine, CA 92612
Wartell, Sharrie A.	Asst. Secretary	2500 City West Blvd., Suite 400, Houston, TX 77042
Wasenius, Michael E	General Counsel	200 Summit Lake Dr. Valhalla, NY 10595
Wasenius, Michael E.	Secretary	200 Summit Lake Dr. Valhalla, NY 10595
Wasenius, Michael E.	Sr. Vice President	200 Summit Lake Dr. Valhalla, NY 10595
Weissman, Rebecca R.	Asst. Secretary	3333 Michelson Drive, Irvine, CA 92612
Wester, Steven R	Vice President	
Williams, Paul L.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA
Williams-Varner, Rene C.	Asst. Secretary	1300 Parkwood Circle, Suite 200, Atlanta, GA

Sheet1

Williams, Stacey
Wolfson, Lowell
Yourth, Mary E.
Zeffiro, Michael T

Asst. Secretary
Asst. Secretary
Asst. Comptroller
Vice President

200 Athens Way Dept 8402 Nashville, TN 37228-1397
100 Deforest Avenue East Hanover, NJ 07936
213 Washington St., Newark, NJ 07102-3777
3333 Michelson Drive, Irvine, CA 92612

State of New York
Department of State } **ss:**

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SECRETARY OF STATE
STATE OF IDAHO

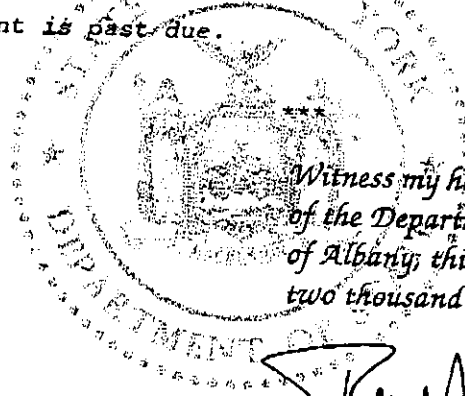
I hereby certify, that the Certificate of Incorporation of PRUDENTIAL HOMES CORPORATION was filed on 12/09/1976, under the name of HUNTOON, PAIGE ASSOCIATES LIMITED, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment HUNTOON, PAIGE ASSOCIATES LIMITED, changing its name to MERRILL LYNCH HUNTOON PAIGE INC., was filed 08/14/1980.

A Certificate of Amendment MERRILL LYNCH HUNTOON PAIGE INC., changing its name to MERRILL LYNCH MORTGAGE CORPORATION., was filed 10/31/1986.

A Certificate of Amendment MERRILL LYNCH MORTGAGE CORPORATION., changing its name to PRUDENTIAL HOMES CORPORATION., was filed 02/22/1990.

The Biennial Statement is past due.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 21st day of November
two thousand and three.

Secretary of State

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