

Filing Fee: \$150.00

ID Number: 120001



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

RECEIVED
AUG 23 2001
CORPORATIONS DIVISION
STATE OF RHODE ISLAND

FILED

LIMITED LIABILITY COMPANY

AUG 23 2001
By [Signature]

APPLICATION FOR REGISTRATION
(To Be Filed In Duplicate)

Pursuant to the provisions of Section 7-16-49 of the General Laws, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the limited liability company is:
Metrociti Mortgage LLC
- The name, if different, under which it proposes to register and transact business in Rhode Island is:

- The limited liability company is organized under the laws of Delaware
- The date of its organization is September 24, 1998
- The period of duration of the limited liability company is (if perpetual, so state) perpetual
- The address of the limited liability company's resident agent in Rhode Island is:
222 Jefferson Blvd., Suite 200 Warwick, RI 02888
(Street Address, not P.O. Box) (City/Town) (Zip Code)
and the name of the resident agent at such address is National Registered Agents, Inc.
(Name of Agent)
- The secretary of state is appointed the agent of the foreign limited liability company for service of process if at any time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.
- The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:
16030 Ventura Blvd., Suite 402, Encino, CA 91436
- The mailing address for the limited liability company is:
16030 Ventura Blvd., Suite 402, Encino CA 91436

10. The limited liability company is to be managed by:

(Check one box only)

managing its member [^] or by one (1) or more managers

11. If the limited liability company has managers at the time of filing this application, please list the name and address of each manager:

<u>Manager</u>	<u>Address</u>
<u>Paul W. Wylie, President</u>	<u>16030 Ventura Blvd., Suite 402</u>
<u>Metrociti Services Corp.</u>	<u>Encino, CA 91436</u>
<u>Managing Member, (a wholly</u>	<u>owned subsidiary of Metrociti</u>
<u>Mortgage Corp.)</u>	<u></u>
<u></u>	<u></u>

12. This application is accompanied by a certificate of good standing duly authenticated by the secretary of state or other authorized officer of the jurisdiction under which the foreign limited liability company was organized.

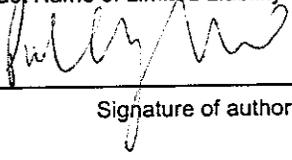
Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: August 10, 2001

Metrociti Mortgage LLC

Print Exact Name of Limited Liability Company Making Application

By


Signature of authorized person

Paul W. Wylie
President
Metrociti Services Corp.
Managing Member
(a wholly owned subsidiary
of Metrociti Mortgage Corp.)

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "METROCITI MORTGAGE LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF AUGUST, A.D. 2001.

FILED

AUG 23 2001

By



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1280391

010381355

DATE: 08-06-01