

Filing Fee: \$150.00

ID Number: 107148



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

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

**LIMITED LIABILITY COMPANY**

**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 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: GreenPoint Credit, LLC *2 Attached Credit*
- The name, if different, under which it proposes to register and transact business in Rhode Island is: N/A
- The limited liability company is organized under the laws of Delaware
- The date of its organization is June 23, 1999
- The period of duration of the limited liability company is (if perpetual, so state) \_\_\_\_\_
- The address of the limited liability company's resident agent in Rhode Island is 107 Danielson Pike  
(Street Address, not P.O. Box)  
Scituate, RI 02897 and the name of the resident agent at such address  
(City/Town) (Zip Code)  
is Lexis Document Services Inc.
- 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:  
30 Old Rudnick Lane, Suite 100  
Dover, DE 19901
- The mailing address for the limited liability company is:  
10089 Willow Creek Rd.  
San Diego, CA 92131

RECEIVED  
CORPORATIONS DIVISION  
STATE OF RHODE ISLAND  
JUN 30 1999  
By 00763  
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10. The limited liability company is to be managed by:

(Check one box only)

its members or  by one (1) or more managers

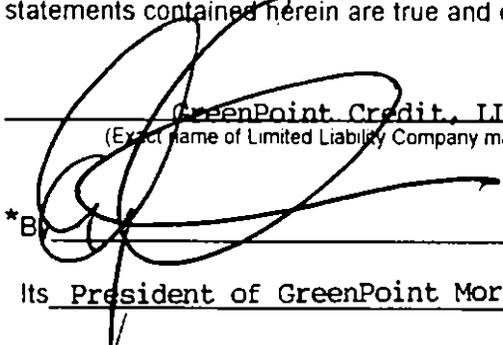
11. If the limited liability company has managers at the time of filing this application, please list the name and address of each manager:

Manager	Address
<u>John W. Wheeler</u>	<u>10089 Willow Creek Rd., San Diego, CA 92131</u>
<u>Martin L. McNabb</u>	<u>10089 Willow Creek Rd., San Diego, CA 92131</u>
<u>Abdul H. Rajput</u>	<u>10089 Willow Creek Rd., San Diego, CA 92131</u>
<u>John S. Buchanan</u>	<u>10089 Willow Creek Rd., San Diego, CA 92131</u>
<u>Michael F. Najewicz</u>	<u>10089 Willow Creek Rd., San Diego, CA 92131</u>
_____	_____

12. This application is accompanied by certified copies of the limited liability company's articles of organization and all amendments thereto, duly authenticated by the proper officer of the state or jurisdiction under the laws of which it is organized.

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

GreenPoint Credit, LLC  
 (Exact name of Limited Liability Company making application)



\*B \_\_\_\_\_  
 Its President of GreenPoint Mortgage Funding, Inc.  
 SOLE MEMBER

\* To be signed by a person with authority to do so under the laws of the state or other jurisdiction of its organization.

10089 Willow Creek Road  
San Diego, CA 92131  
Tel (619) 549-4700



To whom it may concern:

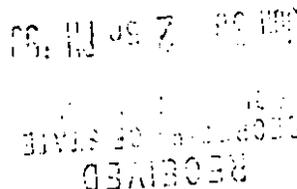
GreenPoint Credit, LLC is newly formed limited liability company currently seeking authority to do business in your state as a foreign entity. GreenPoint Credit, LLC is an affiliate of GreenPoint Credit Corp. GreenPoint Credit Corp. authorizes the use of the name GreenPoint Credit, LLC in your state for the purposes of obtaining authority to do business.

You may contact the undersigned with any questions or concerns at (619) 530-9492.

Very truly yours,

A handwritten signature in black ink, appearing to read "Michael F. Najewicz". The signature is fluid and cursive, with a large, sweeping flourish at the end.

Michael F. Najewicz  
Senior Vice President, Corporate Secretary  
and General Counsel  
GreenPoint Credit Corp.



*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED LIABILITY COMPANY OF "GREENPOINT CREDIT, LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9833600

DATE: 06-28-99