

Filing Fee: \$150.00

License Fee: \$15.00 minimum (§7-1.1-1 24)

ID Number: 102288



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is IMPAC FUNDING CORPORATION.
2. It is incorporated under the laws of California.
3. The name, if different, which it elects to use in Rhode Island is:
 - (a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited" (or an abbreviation thereof), then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*
 - (b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this Application:*
4. The date of its incorporation is 8/21/95 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 20371 Irvine Avenue, Santa Ana Heights, CA 92707.
6. The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900
(Street)
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is Corporation Service Company.
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
The conduit operations purchase non-conforming mortgage loans and second mortgage
from a network of third-party correspondents.
8. The names and respective addresses of the directors and officers are:

Name	Address
Director <u>See attached officers/directors rider</u>	
Director _____	
President _____	
Vice President _____	
Secretary _____	
Treasurer _____	

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
10,000	Common		No par value
10,000		Series A	No par value

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
10,000	Common		No par value
10,000		Series A	No par value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 456,190,634
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located 0 % (divide (b) by (a) and multiply by 100 to obtain the percentage)
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 8,000,000
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year 0 % (divide (b) by (a) and multiply by 100 to obtain the percentage).
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Dated 8-21, 1998

IMPAC FUNDING CORPORATION

(Exact Corporate Name of Corporation Making Application)

By William Ashmore

☒ President or ☐ Vice President (check one)

By [Signature] AND [Signature]

☒ Secretary or ☐ Assistant Secretary (check one)

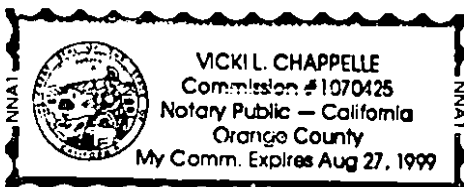
FILED

AUG 27 1998

STATE OF California
COUNTY OF Orange

In Santa Ana on this 21st day of August, 1998, personally appeared before me

William Ashmore and Richard Johnson, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.



Vicki L. Chappelle
Notary Public
My Commission Expires: 8-27-99

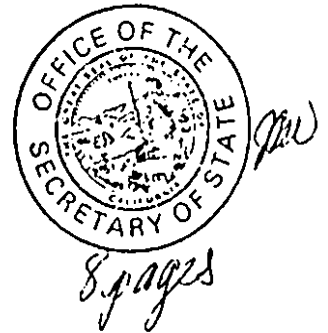


***Directors and Officers of
Impac Funding Corporation***

1. Joseph R. Tomkinson, CEO and Chairman, Director, Officer
Impac Funding Corporation
20371 Irvine Avenue
Santa Ana Heights, California 92707
Date took office: August 21, 1995
2. William S. Ashmore, President/COO, Director, Officer
Impac Funding Corporation
20371 Irvine Avenue
Santa Ana Heights, California 92707
Date took office: August 21, 1995
3. Richard J. Johnson, Executive Vice President/CFO, Treasurer, Director, Officer
Impac Funding Corporation
20371 Irvine Avenue
Santa Ana Heights, California 92707
Date took office: August 21, 1995
4. Lee Bromiley, Director
Transcal Financial
410 31st Street
Newport Beach, California 92663
Date took office: August 21, 1995
5. Mary Glass-Schannault, Senior Vice President, Officer
Impac Funding Corporation
20371 Irvine Avenue
Santa Ana Heights, California 92707
Date took office: August 21, 1995
6. Ronald Morrison, General Counsel, Secretary, Officer
Impac Funding Corporation
20371 Irvine Avenue
Santa Ana Heights, California 92707
Date took office: July 23, 1998



SECRETARY OF STATE



CORPORATION DIVISION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

JUL 22 1998



Bill Jones

Secretary of State