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File Number

481-73-3

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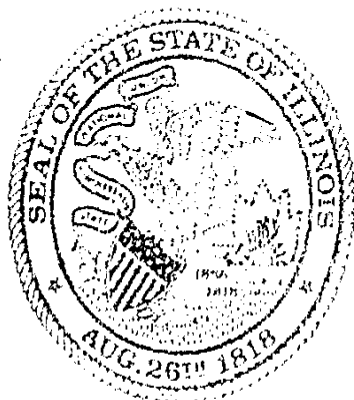


Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF HOUSEHOLD MORTGAGE SERVICES, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

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Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand, and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 2ND day of OCTOBER AD. 19⁸⁷ and of the Independence of the United States the two hundred and 12TH.



Jim Edgar
SECRETARY OF STATE

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Submit in Duplicate

JIM EDGAR 7 5 7 6 1 5 0
Secretary of State
State of Illinois

This Space For Use By
Secretary of State

Date 10-2-87
License Fee \$ 29.50
Franchise Tax \$ 29.17
Filing Fee \$ 75.00
Penalties \$ 215.77
Clerk D \$ 320.44

Remit payment in Certified Check,
Cashiers' Check or a Money Order,
payable to "Secretary of State".
DO NOT SEND CASH!

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ILLINOIS

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Illinois and submits the following statement.

1. The name of the corporation is Household Mortgage Services, Inc.
(Shall contain the word "corporation", "company", "incorporated",

or "limited", or shall contain an abbreviation of one of such words)

(To be completed only if the corporate name is not available)

and, the name which it elects to assume for use in Illinois, hereby agreeing NOT to use its corporate name in the transaction of business in Illinois, is _____

2. State or Country of Incorporation Delaware; Date of Incorporation 2/12/87; Period of Duration perpetual

3. The address of its principal office, wherever located, is _____
2700 Sanders Road, Prospect Heights, Illinois 60070

and the address of its principal office in Illinois is _____
2700 Sanders Road, Prospect Heights, Illinois 60070

4. The name and address of its registered agent and its registered office in Illinois are:

Registered Agent C T Corporation System
First Name Middle Name Last Name

Registered Office 208 South La Salle Street
Number Street Suite # (A P.O. box alone is not acceptable)
Chicago 60604 Cook
City Zip Code County

5. The states and countries in which it is admitted or qualified to transact business are:
Connecticut, Florida, Indiana, Michigan and North Carolina

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

	No. & Street	City	State	Zip
President	SEE EXHIBIT "A" ATTACHED			
Secretary				
Director				
Director				
Director				

If more than 3, attach list

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STATE OF ILLINOIS
DEPARTMENT OF REVENUE

STATE OF ILLINOIS
DEPARTMENT OF REVENUE

STATE OF ILLINOIS
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To engage in the business of dealing in and with, in any manner, mortgages secured by real-estate, of all types and any and all lawful business for which corporations may be engaged in under the Illinois Business Corporation Act, relative to the foregoing.

7. The purpose or purposes for which it is organized and which it proposes to pursue in the transaction of business in this State are:
If not sufficient space to cover this point, add one or more sheets of this size

8. The number of shares which it is authorized to issue and which it has issued are:

Class	* Par Value	Number of Shares Authorized	Number of Shares Issued
Common	\$100	1,000	10

* A declaration as to a "par value" is optional, unless the articles of incorporation make a declaration. When no reference to par value is desired, indicate "nil".

9. The amount of paid-in capital** is \$ 1,000.00

** "Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.

(COMPLETE EITHER #10 or #11 below)

10. The corporation elects to pay its license fees and its franchise taxes on the basis of 100% of its paid-in capital.
11. (a) —Give an estimate of the total value of all the property of the corporation for the following year \$ -0-
- (b) —Give an estimate of the total value of all the property of the corporation for the following year that will be located in Illinois \$ -0-
- (c) —State the estimated total business of the corporation to be transacted by it everywhere for the following year \$ 250,000,000.00
- (d) —State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois \$ 24,000,000.00

12. INTERROGATORIES

- *** (a) To what office or offices will all contracts with the corporation be forwarded for final acceptance?
2700 Sanders Road, Prospect Hts., IL 60070 and 2412 E. Washington, Bloomington, IL 61701
- (b) The number of shares of all classes owned by residents of Illinois is:
None
- (c) The number of shares of all classes owned by non-residents of Illinois is:
All shares are owned by HB Service Corporation, a California corporation
- (d) Is the corporation transacting business in this State at this time?
Yes
- (e) If your answer is in the affirmative, state the exact date on which it commenced to transact business in Illinois:
July 6, 1987

13. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated by the proper officer of the State or Country wherein it is incorporated, which certification is not more than ninety (90) days old.

• PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

*** When the response to #12(a) lists ONLY an Illinois address, then the total business as reflected in #11(c) is also considered to be an Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #12(a).

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Form BCA-13.15

File No.

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ILLINOIS

Filing Fee \$75.00 plus applicable license fee and franchise tax

FILED

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OCT - 2 1987

JIM EDGAR Secretary of State

PAID 1987 90 1300 OCT 13 1987 RETURN TO:

Corporation Department Secretary of State Springfield, Illinois 62756 Telephone 217 - 782-6961

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25 OCT 87 11:07

16.00

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Household Mortgage Services, Inc. (Exact Name of Corporation) by W. L. Sparer, Vice President (Type or Print Name and Title)

Dated September 14, 1987 attested by R. Dereziński, Asst. Secretary (Type or Print Name and Title)

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

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EXHIBIT A
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HOUSEHOLD MORTGAGE SERVICES, INC.

Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
G. B. Morgenroth	President & Director	500 Shoreline, L.B.S. Barrington, IL 60010
J. E. Budde	Senior Vice President	8960 Lockeble Court Dublin, OH 43017
W. J. Sparer	Vice President	312 Lincoln Avenue Libertyville, IL 60048
S. R. Knight	Vice President	5741 Tara Hill Drive Dublin, OH 43017
N. L. Mychko	Treasurer	158 North Cedar Wood Dale, IL 60191
C. B. Brown	Secretary	2112 North Bissell Street Chicago, IL 60614
B. L. Morris	Assistant Secretary	1105 South Hague Avenue Columbus, OH 43204
M. R. Rich	Assistant Secretary	8163 Worthington-Galena Road Westerville, OH 43081
R. Dereziński	Assistant Secretary	1244 North Streamwood Lane Vernon Hills, IL 60061
J. J. Allhusen	Director	2422 Collins Drive Worthington, OH 43085
J. E. Budde	Director	8960 Lockeble Court Dublin, OH 43017

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