

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2001) Tab settings =>=>=>

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
SR Investment, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Homeside Lending Delaware LLC
Internal
Address: P.O. Box 1347
Street Address: 1201 North Market Street
City: Wilmington State: DE Zip: 19801

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Change of Name and conversion from a Delaware Corporation to a Delaware Limited Liability Company

Execution Date: November 15, 2002

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
B. Trademark Registration No.(s)
SEE ATTACHED

Additional number(s) attached Yes No

6. Total number of applications and registrations involved **13**

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Grace J. Han
Internal Address: Perkins Coie LLP

Street Address: 1201 Third Avenue, Suite 4800

City: Seattle State: WA Zip: 98101

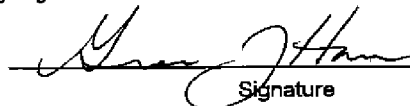
7. Total fee (37 CFR 3.41)\$ 340.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
502278

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document

Grace J. Han  6/18/04
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademark, Box Assignments
Washington, D.C. 20231

CH \$340.00 502278 2450655

ATTACHMENT TO RECORDATION FORM COVER SHEET**TRADEMARK REGISTRATIONS FOR RECORDAL**

Trademark	Class	Country	Serial No.	Reg. No.
CREDITPOINT	036	United States	75/817,734	2,450,655
HOMESIDE	036	United States	75/072,177	2,129,406
HOMESIDE LENDING	036	United States	75/072,179	2,126,557
HOMESIDE LENDING, INC.	036	United States	75/072,178	2,160,826
HOMESIDE SOLUTIONS	035	United States	75/780,667	2,468,391
HOME OF NEW IDEAS IN LENDING	036	United States	75/110,157	2,120,524
PREFERRED PARTNERS	036	United States	74/602,215	1,937,411
QUICKCLOSE	036	United States	75/394,236	2,342,176
SMARTREFI	036	United States	75/706,791	2,329,670
XCEEDLOAN	009 035	United States	76/138,635	2,589,709
 HOME SIDE LENDING, INC.	036	United States	75/089,664	2,122,295
 HOME SIDE LENDING, INC.	036	United States	75/089,667	2,120,460
	036	United States	75/089,664	2,124,304

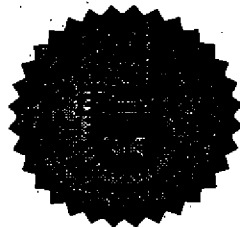
Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "HOMESIDE LENDING DELAWARE LLC" FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF NOVEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FIFTEENTH DAY OF NOVEMBER, A.D. 2002, AT 6:01 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2565654 8100V

020705858

AUTHENTICATION: 2097651

DATE: 11/15/02

REEL: 002873 FRAME: 0890

**CERTIFICATE OF FORMATION
OF
HOMESIDE LENDING DELAWARE LLC**

This Certificate of Formation is being executed as of November 15, 2002 for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 et seq. (the "Delaware LLC Act").

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company is Homeside Lending Delaware LLC (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at 1201 North Market Street, Post Office Box 1347, Wilmington, Delaware 19801. The registered agent of the Company for service of process at such address is The Delaware Corporation Organizers, Inc.

3. Conversion. The Company has been converted to a Delaware limited liability company pursuant to Section 18-214 of the Delaware LLC Act. The Company constitutes a continuation of the existence of the converted other entity in the form of a Delaware limited liability company.

4. Effective Time. The effective date and time of this Certificate shall be at 6:01 p.m. EST on November 15, 2002.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the day and year first above written.

By: _____

Cynthia M. Caskey
Name: Cynthia M. Caskey
An Authorized Person

309902

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 11/15/2002
020704225 - 2565654

TRADEMARK

REEL: 002873 FRAME: 0891

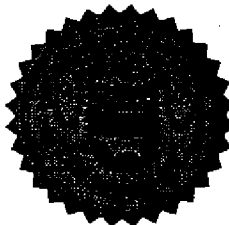
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "SR INVESTMENT, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "SR INVESTMENT, INC." TO "HOMESIDE LENDING DELAWARE LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF NOVEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIFTEENTH DAY OF NOVEMBER, A.D. 2002, AT 6:01 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2565654 8100V

AUTHENTICATION: 2097651

020705858

DATE: 11-19-02
TRADEMARK

REEL: 002873 FRAME: 0892

CERTIFICATE OF CONVERSION**CONVERTING**

SR INVESTMENT, INC.
(A Delaware Corporation)

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 11/15/2002
020704225 - 2565654

TO

HOMESIDE LENDING DELAWARE LLC
(A Delaware Limited Liability Company)

SR Investment, Inc., the corporation that is converting to a Delaware limited liability company (the "Converting Corporation"), and Homeside Lending Delaware LLC, the continuing Delaware limited liability company (the "Company"), hereby certify that:

1. Name of Converting Corporation. The name of the Converting Corporation immediately prior to the filing of this Certificate of Conversion was "SR Investment, Inc."

2. Date and Jurisdiction of Organization of Converting Corporation. The date on which, and the jurisdiction where, the Converting Corporation was organized are as follows:

<u>Date</u>	<u>Jurisdiction</u>
December 11, 1995	Delaware

3. Name of Converted Limited Liability Company. The name of the Delaware limited liability company to which the Converting Corporation has been converted and the name set forth in the Certificate of Formation of the Company filed in accordance with Section 18-214(b) of the Delaware Limited Liability Company Act is "Homeside Lending Delaware LLC".

4. Approval of Conversion. The conversion of the Converting Corporation to the Company has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law and Section 18-214 of the Delaware Limited Liability Company Act.

5. Effective Time. The effective date and time of this Certificate shall be at 6:01 p.m. EST on November 15, 2002.

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate
of Conversion this 15th day of Nov., 2002.

SR INVESTMENT INC.

By: 

Craig S. Davis
President

HOMESIDE LENDING DELAWARE LLC

By: 

Craig S. Davis
Manager

309899