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TALLAHASSEE, FLORIDA

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~~SECRET~~
2006 APR 23
KCS

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: O C M, INC. DBA HELPUFINANCE.COM
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Maya Hammad, Licensing Coordinator
(Name of Person)

OCM, Inc. DBA HELPUFINANCE.COM
(Firm/Company)

2700 N MAIN STREET, STE 1200
(Address)

Santa Ana CA 92705
(City/State and Zip code)

For further information concerning this matter, please call:

Maya Hammad at (714) 474-2941
(Name of Person) (Area Code & Daytime Telephone Number)

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2006 APR 23 P 4: 27
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TALLAHASSEE, FLORIDA

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 13, 2006

MAYA HAMMAD
2700 N. MAIN ST., SUITE 1200
SANTA ANA, CA 92705

SUBJECT: O C M, INC. DBA HELPUFINANCE.COM
Ref. Number: W06000017566

We have received your document for O C M, INC. DBA HELPUFINANCE.COM and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The registered agent must sign accepting the designation.

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

If you have any further questions concerning your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 206A00025108

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: O C M, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Maya S. Hammad, Licensing Coordinator
(Name of Person)

O C M, Inc.
(Firm/Company)

2700 N Main Street, Suite 1200
(Address)

Santa Ana, CA 92705
(City/State and Zip code)

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2006 APR 23 P 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. O C M, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

O C M, Inc. of California
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California 3. 33-0962918
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3-9-2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. n/a
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2700 N Main Street, Suite 1200, Santa Ana, CA 92705
(Principal office address)

2700 N Main Street, Suite 1200, Santa Ana, CA 92705
(Current mailing address)

8. Mortgage Lender Corporation
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
Name: Business Filings Incorporated
Office Address: 1203 Governors Square Blvd, Ste 101
Tallahassee, Florida 32301-2960
(City) (Zip code)

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2016 APR 23 P 4:27
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TALLAHASSEE FLORIDA

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Please see Attached Letter!
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: RABI AZIZ, PRESIDENT
Address: 2700 N MAIN STREET, SUITE 1200, SANTA ANA, CA 92705

Vice Chairman: RABI AZIZ, PRESIDENT
Address: 2700 N MAIN STREET, SUITE 1200, SANTA ANA, CA 92705

Director: RABI AZIZ, PRESIDENT
Address: 2700 N MAIN STREET, SUITE 1200, SANTA ANA, CA 92705

Director: RABI AZIZ, PRESIDENT
Address: 2700 N MAIN STREET, SUITE 1200, SANTA ANA, CA 92705

B. OFFICERS

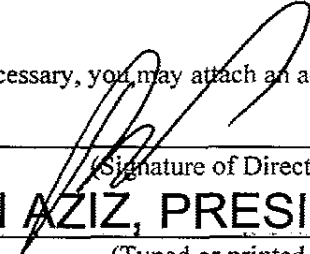
President: RABI AZIZ, PRESIDENT
Address: 2700 N MAIN STREET, SUITE 1200, SANTA ANA, CA 92705

Vice President: RABI AZIZ, PRESIDENT
Address: 2700 N MAIN STREET, SUITE 1200, SANTA ANA, CA 92705

Secretary: RABI AZIZ, PRESIDENT
Address: 2700 N MAIN STREET, SUITE 1200, SANTA ANA, CA 92705

Treasurer: RABI AZIZ, PRESIDENT
Address: 2700 N MAIN STREET, SUITE 1200, SANTA ANA, CA 92705

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. RABI AZIZ, PRESIDENT
(Typed or printed name and capacity of person signing application)

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2006 APR 23 PM 11:27
SECRETARY OF STATE
SANTA ANA, CALIFORNIA



REGISTERED AGENT SERVICES

March 20, 2006

To Whom It May Concern:

This letter is written confirmation that Business Filings Incorporated is acting as the Registered Agent for OCM Inc. in the state of Florida. Our address in the state of Florida is:

Business Filings Incorporated
1203 Governors Square Blvd, Suite 101
Tallahassee, Florida 32301-2960

If you have any questions regarding this matter, please contact Business Filings Incorporated at 1-800-981-7183. Thank you.

Sincerely,

Alicia De Barreno,
Assistant Secretary of
Business Filings Incorporated

Alicia De Barreno,
Assistant Secretary of Business Filings Incorporated

Date: March 20, 2006

FILED
2006 APR 23 P 4: 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California
Secretary of State

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2006 APR 23 P 14:27
SECRETARY OF STATE
TALLahassee FLORIDA

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **9TH day of MARCH, 2001**, **O C M, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of **May 11, 2005**.



BRUCE McPHERSON
Secretary of State

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2006 APR 23 P 4 27
SECRETARY OF STATE
TALLAHASSEE FLORIDA



State of California
Secretary of State

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) 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 day of

MAR 02 2006

A handwritten signature in cursive script, appearing to read "Bruce McPherson".

BRUCE McPHERSON
Secretary of State