

COVER LETTER

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2008 JUN 25 A 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: New Filing Section
Division of Corporations

SUBJECT: VRB Corp.
(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:

Cheryl Sudney
(Name of Person)
Comerica Bank
(Firm/Company)
P.O. Box 75000, MC 3391
(Address)
Detroit, Michigan 48275-3391
(City/State and Zip code)

For further information concerning this matter, please call:

Cheryl Sudney at (313) 222-3778
(Name of Person) (Area Code & Daytime Telephone Number)

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

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. VRB Corp.
 (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Michigan, U.S.A. 3. 38-2877992
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3-4-89 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. 500 Woodward, Detroit, Michigan 48226
 (Principal office address)

att: Cheryl Sudney, 500 Woodward, MC 3391 Detroit, MI 48226
 (Current mailing address)

8. Management of ORE (loan foreclosure) properties
 (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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
 (City) (Zip code)

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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.

C T Corporation System

Kelly Snedden
Asst. Secretary

By: Kelly Snedden
 (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:

SEE ATTACHED EXHIBIT "A".

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Craig W. Selden

Address: 500 Woodward, MC 3205

Detroit, Michigan 48226

Director: Nicole V. Gersch

Address: 1717 Main Street, MC 6506

Dallas, Texas 75201

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B. OFFICERS

President: Nicole V. Gersch

Address: 1717 Main Street, MC 6506

Dallas, Texas 75201

Vice President: John F. Regan

Address: 500 Woodward, MC 3205

Detroit, Michigan 48226

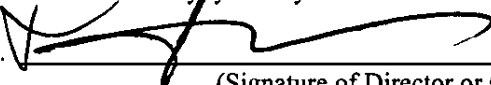
Secretary: Nicole V. Gersch

Address: 1717 Main Street, MC 6506 Dallas, Texas 75201

Treasurer: Kenneth C. Guckian

Address: 1717 Main Street, MC 6500 Dallas, Texas 75201

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. John F. Regan, Vice President
(Typed or printed name and capacity of person signing application)

Exhibit A to
Application by Foreign Corporation for Authorization
To Transact Business in Florida
For VRB Corp.

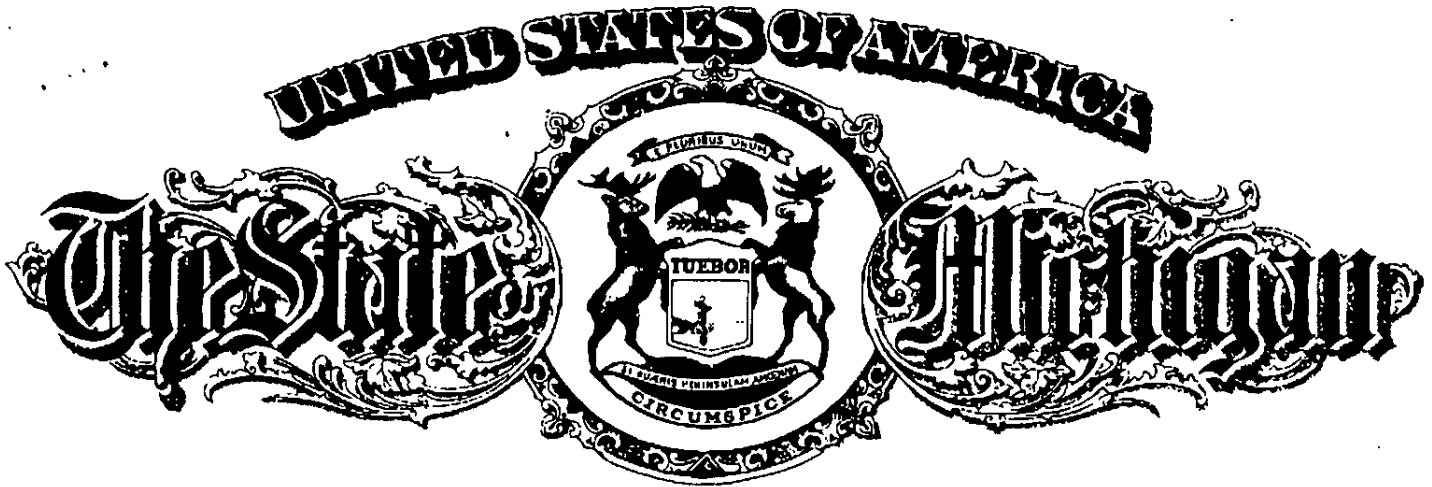
Senior Vice President: Joseph W. Sullivan 1508 West Mockingbird Lane, Dallas, Texas 75235

Senior Vice President: Kenneth C. Guckian 1717 Main Street, Dallas, Texas 75201

Assistant Secretary: Thad A. Schaefer 1717 Main Street, Dallas, Texas 75201

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Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify That

VRB CORP.

a Michigan profit corporation was validly incorporated on May 4, 1989, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

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In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 17th day of June, 2008.

 , Director

Bureau of Commercial Services