

F98000001488
TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Community Mortgage Services, Inc.
(Name of corporation - must include suffix)

700002457687--1
-03/16/98--01025--002
*****78.75 *****78.75

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:

David M. Henry
(Name of Person)
Community Mortgage Services, Inc.
(Firm/Company)
24275 Northwestern Hwy. Suite 201
(Address)
Southfield, MI 48075
(City/State/Zip)

93/16
98 MAR 16 PM 1:45
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Should you need to call someone concerning this matter, please call:

David M. Henry at (248) 358-8707
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Corporate Resolution

Community Mortgage Services, Inc.

Board of Directors

This is to certify that at a regular meeting of the Board of Directors of **Community Mortgage Services, Inc.**, a corporation organized under the laws of the State of Michigan, held at the office of said corporation located at 24275 Northwestern Highway, Suite 201, City of Southfield, County of Oakland, State of Michigan, on the 10th day of March, 1998, the following resolution was duly and legally presented and adopted by a majority vote of said Board.

WHEREAS, the corporation operates a branch office located at 10271 Deer Run Farms, Suite 3, City of Fort Meyers, County of Lee, State of Florida under the name Community Mortgage Services.

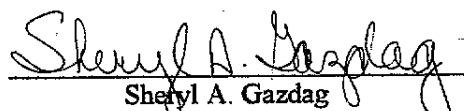
ALSO WHEREAS, said branch office is licensed in the State of Florida under the provisions of Chapter 494 effective October 15, 1997.

BE IT RESOLVED, that from this time forward, above mentioned branch office will operate as Community Mortgage Services, Inc. d.b.a. Community Mortgage Services, Inc. - Fort Myers.


Ernest L. Gazdag
President

CORPORATE SEAL

Dated this 10th day of March, 1998


Sheryl A. Gazdag
Secretary



98 MAR 16 PM 1:45

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. Community Mortgage Services, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Michigan 3. 38-2697627
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 28, 1986 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. October 15, 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 24275 Northwestern Hwy., Suite 201
Southfield, MI 48075
(Current mailing address)
8. Branch office for mortgage banking.
(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 or Mail Drop Box NOT acceptable)
- Name: Ronald Lemke
- Office Address: 10271 Deer Run Farms Suite 3
Fort Meyers, Florida, 33912
(Zip code)

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.

[Signature]
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 PM 1:45

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Ernest L. Gazdag

Address: 33088 Chief Lane
Westland, MI 48185

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Ernest L. Gazdag

Address: 33088 Chief Lane
Westland, MI 48185

Vice President: Ernest J. Gazdag

Address: 35862 Canyon
Westland, MI 48185

Secretary: Sheryl A. Gazdag

Address: 38283 Carolon
Westland, MI 48185

Treasurer: _____

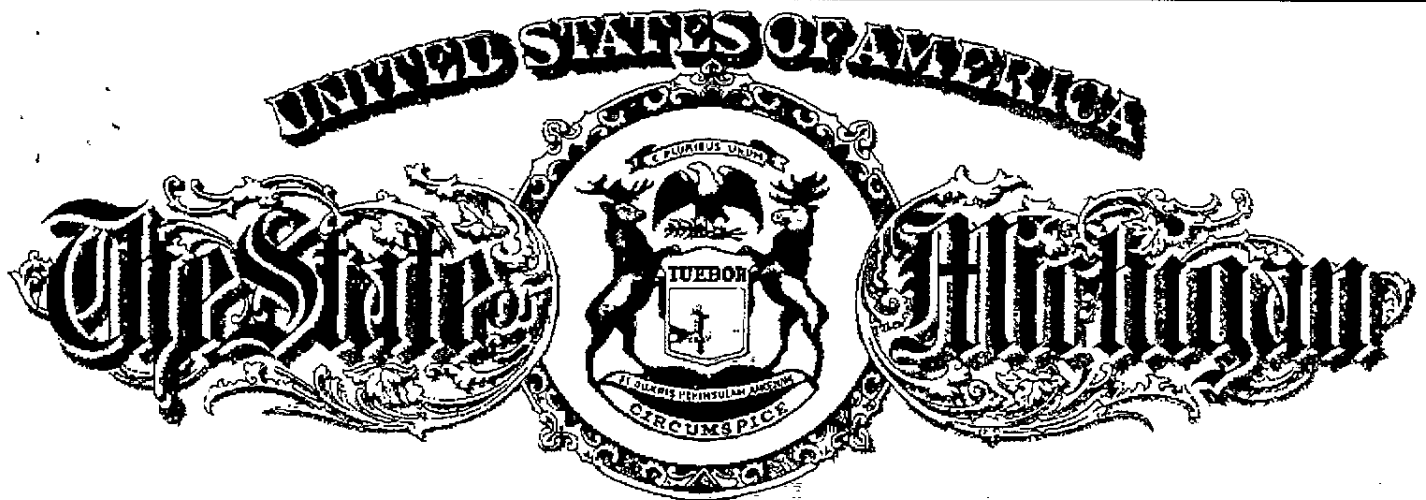
Address: _____

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

13. Ernest L. Gazdag
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ernest L. Gazdag
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 PM 1:45



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

COMMUNITY MORTGAGE SERVICES, INC.

was validly incorporated on May 28, 1986, as a Michigan profit corporation,
and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual 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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 PM 1:46

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 4th day
of March, 1998.

Julie Croll

, Director

173 0356514

Corporation, Securities and Land Development Bureau