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TALLAHASSEE, FLORIDA

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Victory Mortgage Funding, LLC  
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

John E. Isaacs, Sr.  
(Name of Person)

Victory Mortgage Funding, LLC  
(Firm/Company)

2303 Hurstbourne Village Dr. Suite 700  
(Address)

Louisville, KY 40299  
(City/State and Zip Code)

For further information concerning this matter, please call:

John E. Isaacs, Sr. at ( 502 ) 495-1711  
(Name of Person) (Area Code & Daytime Telephone Number)

**MAILING ADDRESS:**  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

\$125.00 Filing Fee     \$130.00 Filing Fee & Certificate of Status     \$155.00 Filing Fee & Certified Copy     \$160.00 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 22, 2006

JOHN E. ISAACS, SR.  
2303 HURSTBOURNE VILLAGE DRIVE  
SUITE 700  
LOUISVILLE, KY 40299

SUBJECT: VICTORY MORTGAGE FUNDING, LLC  
Ref. Number: W06000013814

We have received your document for VICTORY MORTGAGE FUNDING, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

You must complete #2 and #7 of the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan  
Document Specialist

Letter Number: 106A00019519

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Victory Mortgage Funding, LLC  
(Name of Foreign Limited Liability Company)

2. Kentucky 3. 20-3773499  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. March 14, 2006 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 2303 Hurstbourne Village Dr. Suite 700  
Louisville, Ky 40299  
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

John E. Isaacs, Sr. 2303 Hurstbourne Village Dr. Suite 700 Louisville, KY 40299

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Mortgage Funding

John E. Isaacs, Sr.

Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

John E. Isaacs, Sr.

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Victory Mortgage Funding, LLC

2. The name and the Florida street address of the registered agent and office are:

Jose Vazquez

(Name)

7855 NW 12th Street Suite 210

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

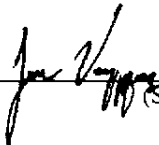
Miami

FL 33126

City/State/Zip

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*

  
(Signature)

\$ 100.00 Filing Fee for Application  
\$ 25.00 Designation of Registered Agent  
\$ 30.00 Certified Copy (optional)  
\$ 5.00 Certificate of Status (optional)

**Commonwealth of Kentucky**  
**Trey Grayson**  
**Secretary of State**

**Certificate of Existence**

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

VICTORY MORTGAGE FUNDING, LLC

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is November 16, 2005.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

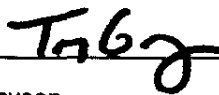
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 14th day of March, 2006.

Certificate Number: 28094

Jurisdiction: Florida Department of State

Visit <http://apps.sos.ky.gov/business/obdt/certvalidate.aspx> to validate the authenticity of this certificate.



  
Trey Grayson  
Secretary of State  
Commonwealth of Kentucky  
28094/0625749