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TALLAHASSEE, FLORIDA

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FOREIGN PROFIT QUALIFICATION

RCrest, Inc.

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JB
5-3-04

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. RCrest, Inc.
(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. Texas 3. 20-1045122
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 4/13/2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2929 Briarpark, #125 Houston, Texas 77042
(Principal office address)
2929 Briarpark, #125 Houston, Texas 77042
(Current mailing address)

8. The purpose of the company is to act as the sole general partner of Rivercrest Financial, Ltd. which will be in the business of conducting mortgage lending services.
(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: CT Corporation

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.


(Registered agent's signature)

Jennifer K. Miller
Assistant Secretary

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:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORSChairman: Clifton A. CrabtreeAddress: 2929 Briarpark, #125
Houston, Texas 77042

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: Clifton A. CrabtreeAddress: 2929 Briarpark, #125
Houston, Texas 77042Vice President: Ronald E. HamesAddress: 2929 Briarpark, #125
Houston, Texas 77042Secretary: Amy R. ChoykeAddress: 2929 Briarpark, #125 Houston, Texas 77042

Treasurer: _____

Address: _____

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

13. Ronald E. Hames
(Signature of Director or Officer listed in number 12 of the application)14. Ronald E. Hames - Vice President
(Typed or printed name and capacity of person signing application)04 APR 30 AM 9:02
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CT CORPORATION

P.04/04

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Geoffrey S. Connor
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for RCrest, Inc. (filing number: 800328257), a Domestic Business Corporation, was filed in this office on April 13, 2004.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 29, 2004.



A handwritten signature of Geoffrey S. Connor in black ink.

Geoffrey S. Connor
Secretary of State