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OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JAN 16 2003



9931 Corporate Campus Drive, #1000
Louisville, Kentucky 40223

January 7, 2003

Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed is APB Mortgage LLC's application for authorization to transact business in Florida. Also included is the following:

- Certificate of Existence, Secretary of State, Kentucky
- Check for \$125

If you need anything else, please direct inquires to:

David Robbins
9931 Corporate Campus Drive #1800
Louisville, KY 40223
502-212-1454 (direct)

Sincerely,

A handwritten signature in black ink, appearing to read "D. Robbins", is written over a horizontal line.

David R. Robbins, CPA
Director of Finance

**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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. APB Mortgage LLC

(Name of foreign limited liability company)

2. Kentucky

(Jurisdiction under the law of which foreign limited liability company is organized)

3. _____

(FEI number, if applicable)

4. 10/10/2001

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. N/A

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 9931 Corporate Campus Drive #1800

Louisville, KY 40223

(Street address of principal office)

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

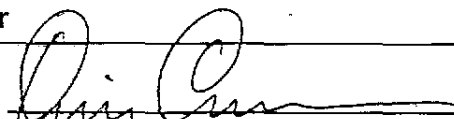
9. The name and usual business addresses of the managing members or managers are as follows:

Dennis Crum, 9931 Corporate Campus Drive #1800 Louisville, KY 40223

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 Broker



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.)

Dennis Crum

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:

APB Mortgage LLC

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

CT Corporation System

(Name)

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL 33324

(City/State/Zip)

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, F.S.

Susan J. Metz
(Signature)

Susan J. Metz
Assistant Secretary

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

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UNIFORM OF CORPORATIONS
TALLAHASSEE, FLORIDA



John Y. Brown III
Secretary of State

Certificate of Existence

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TALLAHASSEE, FLORIDA

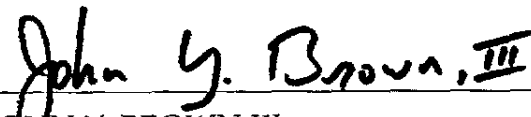
I, John Y. Brown III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

APB MORTGAGE LLC

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is October 10, 2001.

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 30th day of December, 2002.


JOHN Y. BROWN III
Secretary of State
Commonwealth of Kentucky
tbates/0523789