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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: THE MIDWEST MORTGAGE EXCHANGE, INC.

(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:

Daniel G. Coman, Esq.

(Name of Person)

Coman & Anderson, P.C.

(Firm/Company)

1979 North Mill Street, Suite 211

(Address)

Naperville, Illinois 60563

(City/State/Zip)

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*****87.50 *****87.50

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

Daniel G. Coman

(Name of Person)

at (630) 428-2660

(Area Code & Daytime Telephone Number)

STREET 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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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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

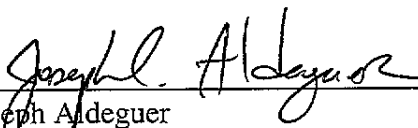
**WRITTEN CONSENT OF
THE SHAREHOLDERS AND DIRECTORS OF
THE MORTGAGE EXCHANGE, INC.**

The undersigned, being the sole Shareholder and the sole Director of THE MORTGAGE EXCHANGE, INC., an Illinois corporation (the "Corporation") do hereby take, as if by unanimous vote, the following action in lieu of a special meeting of the Shareholders and Directors of the Corporation; this action is taken by unanimous consent pursuant to the Business Corporation Act of Illinois, waiving all notice of any meeting, whether required by statute, the By-Laws of the Corporation or otherwise.

RESOLVED, the Directors and Shareholders of the Corporation have determined that it is in the best business interests of the Corporation to use the assumed name of THE MIDWEST MORTGAGE EXCHANGE, INC. in the State of Florida effective as of the date hereof.

FURTHER RESOLVED, that the Directors and the officers of the Corporation are hereby authorized and directed to take all such actions, and to execute all such instruments and documents, in the name of and on behalf of the Corporation and under its corporate seal or otherwise, which in their reasonable business judgment may be necessary, proper or advisable in order to fully carry out the intent and to effectuate the purposes of the aforementioned resolution without any further authorization or direction by the Shareholders or Directors.

Effective: April 3, 2000



Joseph Aldeguer

being the sole Shareholder and the sole Director of
THE MORTGAGE EXCHANGE, INC.

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

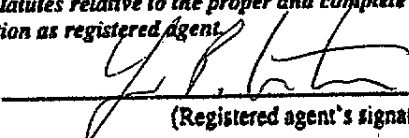
**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.**

1. THE MORTGAGE EXCHANGE, 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. Illinois 3. 36-3895801
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 21, 1993 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. May 1, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. One Trans Am Plaza - Suite 550
Oak Brook Terrace, Illinois 60181
(Current mailing address)
8. all inclusive purpose
(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: Glenn Phillip Antonic

Office Address: 16418 Millstone Circle #201
Fort Myers, Florida, 33908
(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)
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 addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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

Chairman: Joseph Aldeguer

Address: One Trans Am Plaza, Suite 550, Oak Brook Terrace, Illinois 60181

Vice Chairman: _____

Address: _____

Director: Joseph Aldeguer

Address: One Trans Am Plaza, Suite 550, Oak Brook Terrace, Illinois 60181

Director: _____

Address: _____

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

President: Joseph Aldeguer

Address: One Trans Am Plaza, Suite 550, Oak Brook Terrace, Illinois 60181

Vice President: _____

Address: _____

Secretary: Joseph Aldeguer

Address: One Trans Am Plaza, Suite 550, Oak Brook Terrace, Illinois 60181

Treasurer: Joseph Aldeguer

Address: One Trans Am Plaza, Suite 550, Oak Brook Terrace, Illinois 60181

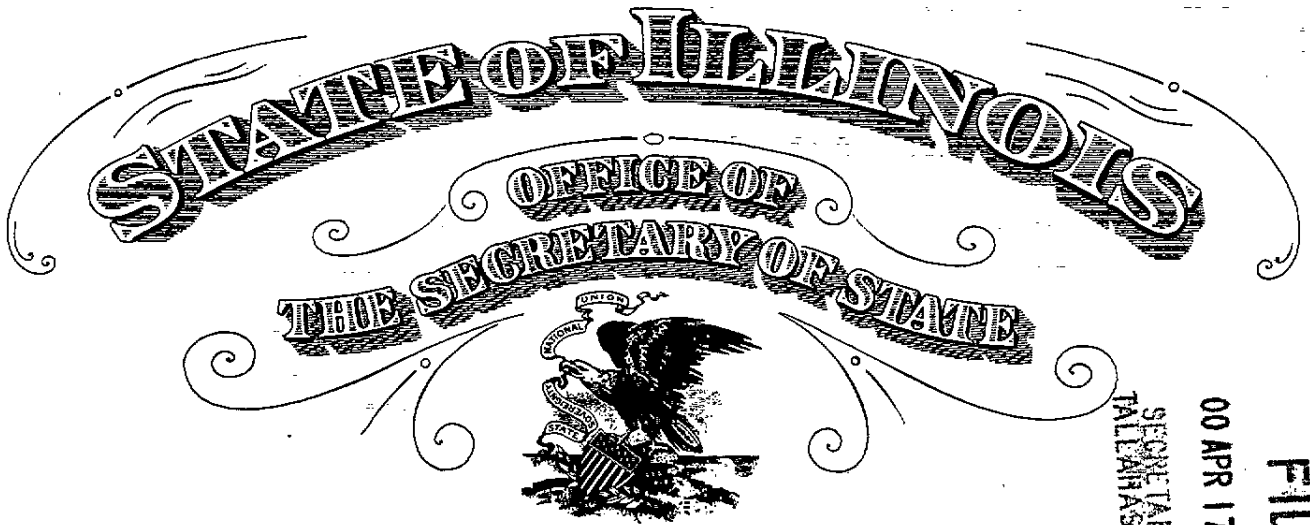
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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Joseph L. Aldeguer
(Signature of Chairman/Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph Aldeguer, President
(Typed or printed name and capacity of person signing application)

File Number 5739-844-2



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

THE MORTGAGE EXCHANGE, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JULY 21, 1993, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 5TH *day of* APRIL *A.D.* 2000

Jesse White

SECRETARY OF STATE