

CT CORPORATION SYSTEM

F01000002572

CORPORATION(S) NAME

HanoverTrade.com, Inc.

FILED
01 APR 19 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
Availability _____
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Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/9/01

Order#: 4319482

100004190921--8
-05/09/01--01066--015
*****78.75 *****78.75

Ref#: _____

Amount: \$ _____

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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. HanoverTrade.com, 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. Delaware

(State or country under the law of which it is incorporated)

3. 22-3658821

(FEI number, if applicable)

4. May 28, 1999

(Date of incorporation)

Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 11, 2001

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 379 Thornall Street

Edison, NJ 08837

(Current mailing address)

Conducts loan brokering and trading and loan sale advisory services;
operates an online world wide web-based exchange for trading loan pools and
performs loan sale advisory services for third parties.

8. (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 System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

CT Corporation System

By: Kathryn A. Whiddon, Special Assistant Secretary
(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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Irma N. Tavares

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Irma N. Tavares, President

(Typed or printed name and capacity of person signing application)

Attachment to Qualification Form

HanoverTrade.com, Inc.

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 TALLAHASSEE, FLORIDA

OFFICERS

Name	Title	Address
John A. Burchett	Chairman of the Board and Chief Executive Officer	90 West Street, Suite 2210 New York, NY 10006
Irma N. Tavares	President	379 Thornall Street Edison, NJ 08837
Joyce S. Mizerak	Senior Vice President and Secretary	379 Thornall Street Edison, NJ 08837
Thomas P. Kaplan	Chief Financial Officer and Treasurer	90 West Street, Suite 2210 New York, NY 10006
Alan Lawrence	Executive Vice President	379 Thornall Street Edison, NJ 08837
James Leber	Executive Vice President	379 Thornall Street Edison, NJ 08837
George J. Ostendorf	Senior Vice President	90 West Street, Suite 2210 New York, NY 10006

DIRECTORS

Name	Address
John A. Burchett	90 West Street, Suite 2210 New York, NY 10006
George J. Ostendorf	90 West Street, Suite 2210 New York, NY 10006
Joyce S. Mizerak	379 Thornall Street Edison, NJ 08837
Irma N. Tavares	379 Thornall Street Edison, NJ 08837

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HANOVERTRADE.COM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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MAY -9 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1121671