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Mortgage Financing.com, Inc.

1446-20B Edwin Miller Blvd. Martinsburg, WV 25401
(304) 267-9040

May 30, 2001

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To Whom It May Concern:

Please find attached our application to register as a Foreign Corporation in Florida. If this registration conflicts with our other "inactive" domestic Florida corporation, Mortgage Financing.com, of Florida, Inc., I hereby give permission for the Foreign corporation to be registered in place of the former domestic corporation.

If you have any questions, please call me at (304) 267-9040

Thank You,

Marc S. Savitt, President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Mortgage Financing.com, 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:

Marc S. Savitt

(Name of Person)

Mortgage Financing.com, Inc.

(Firm/Company)

1446-20B Edwin Miller Blvd.

(Address)

Martinsburg, WV 25401

(City/State and Zip code)

For further information concerning this matter, please call:

Marc S. Savitt

(Name of Person)

at (304) 267-9040

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|---|

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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. Mortgage Financing.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. West Virginia 3. 55-077-0560
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 6, 1999 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. 1446-20B Edwin Miller Blvd. Martinsburg, WV 25401
(Principal office address)
1446-20B Edwin Miller Blvd. Martinsburg, WV 25401
(Current mailing address)
8. To provide mortgage lending.
(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: Scott A. Savitt
Office Address: 500 Belcher Rd. South # 17
Largo, Florida 33771
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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.

Scott A. Savitt

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Marc S. Savitt

Address: 1446-20B Edwin Miller Blvd. Martinsburg, WV 25401

Vice Chairman: _____

Address: _____

Director: Marc S. Savitt

Address: 1446-20B Edwin Miller Blvd. Martinsburg, WV 25401

Director: Cheryl A. Savitt

Address: Same as above.

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B. OFFICERS

President: Marc S. Savitt

Address: Same as above.

Vice President: Cheryl A. Savitt

Address: Same as above.

Secretary: Cheryl A. Savitt

Address: Same as above.

Treasurer: Marc S. Savitt

Address: Same as above.

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

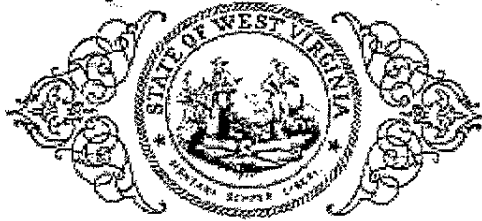
13. Marc S. Savitt

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

14. Chairman and President

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

State of West Virginia



Certificate

*I, Joe Manchin III, Secretary of State of the
State of West Virginia, hereby certify that*

MORTGAGE FINANCING.COM, INC.

was incorporated under the laws of West Virginia and a Certificate of Incorporation was issued by my office. The corporation has not been dissolved according to my records.

I further certify that the Tax Commissioner of West Virginia advises me that the corporation has paid all annual license taxes that are now due, and that the corporation is in good standing with the State of West Virginia.

ACCORDINGLY, I issue this

CERTIFICATE OF GOOD STANDING



*Given under my hand and the
Great Seal of the State of
West Virginia on this day of
May 25, 2001*

Secretary of State

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TALLAHASSEE FLORIDA