

CT CORPORATION SYSTEM

F01000003974

CORPORATION(S) NAME

Maxcor Mortgage Corporation

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07/26/01 01066-008

*****8.75 *****8.75

300004500643--1

07/26/01 01066-008

*****70.00 *****70.00

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BK

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DIVISION OF CORPORATIONS
2001 JUL 26 AM 11:50
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SUFFICIENCY OF FILING

7/26/01

Order#: 4670056

EFFECTIVE DATE

Ref#:

Amount: \$

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Maxcor Mortgage Corporation
(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:

Keith Haffner

(Name of Person)

Maxcor Mortgage Corporation

(Firm/Company)

Two World Trade Center, 84th Floor

(Address)

New York, NY 10048

(City/State and Zip code)

For further information concerning this matter, please call:

Steven R. Vigliotti

(Name of Person)

at (212) 748-7040

(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:

- ☐ \$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

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. Maxcor Mortgage Corporation

(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. EIN 13-4180657

(FEI number, if applicable)

4. 07/05/2001

(Date of incorporation)

5. Perpetual

(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. Two World Trade Center, 84th floor, New York, NY 10048

(Principal office address)

same

(Current mailing address)

To conduct mortgage lending and broking activities

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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

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.

By:

C T Corporation System

(Registered agent's signature)

ARMANDO VALDES
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.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS See Attached List

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS See Attached List

President: _____

Address: _____

Vice President: _____

Address: _____

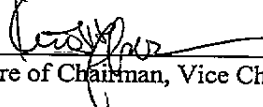
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Keith S. Haffner, Vice President
(Typed or printed name and capacity of person signing application)

OFFICERS OF MAXCOR MORTGAGE CORPORATION

<u>TITLE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>
President	Edward J. Mardovich	2 World Trade Center, 84th Floor New York, NY 10048
Chief Operating Officer	Keith E. Reihl	2 World Trade Center, 84th Floor New York, NY 10048
Chief Financial Officer & Treasurer	Steven R. Vigliotti	2 World Trade Center, 84th Floor New York, NY 10048
Vice President	Keith S. Haffner	2 World Trade Center, 84th Floor New York, NY 10048
Vice President	Daniel Smith	2 World Trade Center, 84th Floor New York, NY 10048
Secretary	Roger E. Schwed	2 World Trade Center, 84th Floor New York, NY 10048
Controller	Peter S. Tomao	2 World Trade Center, 84th Floor New York, NY 10048
Assistant Secretary	Elyse D. Kovar	2 World Trade Center, 84th Floor New York, NY 10048
Compliance Officer	Christina Massaro	2 World Trade Center, 84th Floor New York, NY 10048

DIRECTORS OF MAXCOR MORTGAGE CORPORATION

<u>TITLE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>
Director	Edward J. Mardovich	2 World Trade Center, 84th Floor New York, NY 10048
Director	Keith E. Reihl	2 World Trade Center, 84th Floor New York, NY 10048
Director	Steven R. Vigliotti	2 World Trade Center, 84th Floor New York, NY 10048
Director	Keith S. Haffner	2 World Trade Center, 84th Floor New York, NY 10048

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TALLAHASSEE, FLORIDA
STATE OF FLORIDA

State of Delaware
Office of the Secretary of State

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MAXCOR MORTGAGE CORPORATION" 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 TWENTY-THIRD DAY OF JULY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3411538 8300

AUTHENTICATION: 1258055

010356032

DATE: 07-23-01