

FOI000004000

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MECHANIC MORTGAGE GROUP N.E., 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:

DAVID B. MECHANIC

(Name of Person)

MECHANIC MORTGAGE GROUP, INC.

(Firm/Company)

50 CHARLES LINDBERGH BLVD

(Address)

UNIONDALE, N.Y. 11553

(City/State and Zip code)

For further information concerning this matter, please call:

DAVID MECHANIC at (516) 229-2331

(Name of Person)

(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

BK

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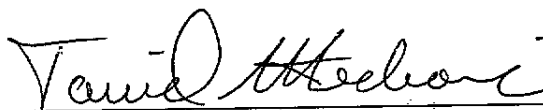
**ACTION BY WRITTEN CONSENT OF
THE BOARD OF DIRECTORS OF
MECHANIC MORTGAGE GROUP, INC.**

The undersigned, being the sole director of Mechanic Mortgage Group, Inc., a New York Corporation, does hereby consent, pursuant to the section 607.0120 of the Business Corporation Law of the State of Florida, to adoption of the following resolution, and that such action be taken without a meeting of the Board of Directors.

RESOLVED, that the adopted alternate name of the Company for use in the State of Florida shall be:

Mechanic Mortgage Group N.E., Inc.

Dated: June 22, 2001


David B. Mechanic, President

**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.

MECHANIC MORTGAGE GROUP, INC.

1. DBA MECHANIC MORTGAGE GROUP N.E., 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. NEW YORK 3. 11-3290563
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. OCT 12, 1995 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. 50 CHARLES LINDBERGH BLVD. SUITE 400 Uniondale, NY
(Principal office address) 11553

SAME
(Current mailing address)

8. Finance
(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: DAVID MECHANIC

Office Address: 353 SE PORT ST LUCIE BLVD
PORT ST LUCIE, Florida 34984
(City) (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.

David Mechanic
(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: _____

DAVID B. MECHANIC

Address: _____

83-15 116 STREET

Kew GARDENS NY 11418

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. _____

DAVID B. MECHANIC

PRESIDENT

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

State of New York } ss:
Department of State

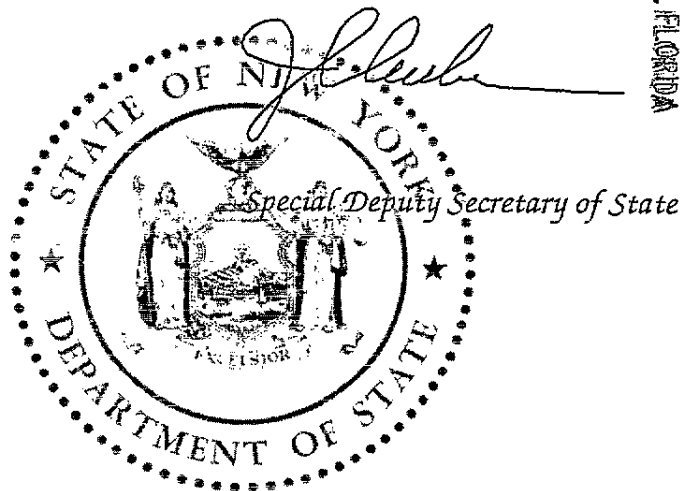
I hereby certify, that the Certificate of Incorporation of MECHANIC MORTGAGE GROUP, INC. was filed on 10/12/1995, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 22nd day of June
two thousand and one.

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DEPARTMENT OF STATE
ALBANY, NEW YORK

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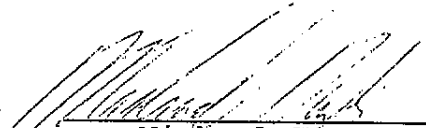
STATEMENT OF INCORPORATORS
IN LIEU OF ORGANIZATION
MEETING OF
MECHANIC MORTGAGE GROUP, INC.

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TALLAHASSEE, FLORIDA

The undersigned, being the sole incorporator of Mechanic Mortgage Group, Inc., a New York corporation, whose certificate of incorporation was filed in the Department of State of the State of New York on October 12, 1995, does hereby consent, pursuant to Section 615 of the Business Corporation Law of New York, to the adoptions of the following resolutions with the same force and effect as if they had been duly adopted at a meeting of the incorporators duly held on notice:

1. RESOLVED, that the annexed By-laws be and they hereby are adopted as the By-laws of the corporation.
2. RESOLVED, that the following persons be and are hereby elected as directors of the corporation to serve until the 1996 annual meeting of Shareholders and until their respective successors shall be elected and have qualified:

David Mechanic


Michael Katz

Dated: November 1, 1995

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TALLAHASSEE, FLORIDA

Minutes of the First Meeting
of the Board of Directors
of Mechanic Mortgage Group, Inc.

The undersigned, being all of the directors of Mechanic Mortgage Group, Inc., a New York corporation, have noted that the Certificate of Incorporation was filed in the Department of State of New York on October 12, 1995, and that by an Incorporator's Consent signed by the sole incorporator, Michael Katz, By-Laws have been adopted and the undersigned have been elected directors of the corporation. The undersigned have adopted the following resolutions as the Board of Directors:

- I. RESOLVED, that the corporate seal, an impression of which is affixed to the margin hereof, be and hereby is adopted as the corporate seal of the corporation.
- II. RESOLVED, that the form of common stock certificate, a specimen of which is annexed hereto, is approved as the stock certificate of the corporation.
- III. RESOLVED, that the Board of Directors of the Corporation are hereby authorized to issue the capital stock of the corporation to such persons and for such lawful consideration as the directors may from time to time determine.
- IV. RESOLVED, that the following are hereby elected to the offices shown opposite his or her name, each to serve until the next Annual meeting and until his or her respective successor is elected and has qualified:

President	-	David Mechanic
Secretary	-	David Mechanic
Treasurer	-	David Mechanic

- V. WHEREAS, David Mechanic has offered to subscribe to 10 shares of authorized capital stock of the corporation for the aggregate cost price of \$1,000.00; and

WHEREAS, it is deemed advisable by the Board of Directors that the corporation offer for sale and issue to David Mechanic 10 shares of the capital stock authorized by its certificate of incorporation at an aggregate cost price of \$1,000.00; and

WHEREAS, there is not now outstanding any offering or portion thereof of this corporation to sell or issue any of its stock; and

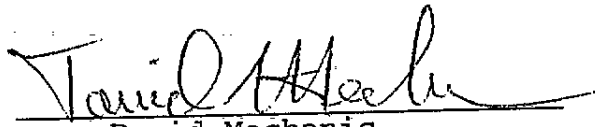
WHEREAS, it is further deemed advisable that the offer, sale and issue of such shares be effectuated in such a manner that said shareholder may receive the benefits of Sec. 1244 (c) (2) of the Internal Revenue Code as applicable;

NOW THEREFORE, IT IS RESOLVED, that the appropriate officer or officers of this corporation are authorized and directed to offer for sale and to sell and issue to said David Mechanic shares of the capital stock of this corporation at a price of \$100.00 per share; and

- VI. RESOLVED, that Chase Manhattan Bank be, and it hereby is designated a depository of the funds of the Corporation and that the resolutions requested to be adopted by said bank, in the form attached hereto be, and they hereby are, adopted and approved with the same force and effect as if such resolutions were set forth at length herein; and

- VI. RESOLVED, that the President be and hereby is authorized and directed to pay all fees and expenses necessary for the organization of the corporation.

Dated: November 1, 1995


David Mechanic

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