

FOI000006530

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT:

First-Rate Mortgage, 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:

Steven Post

(Name of Person)

First-Rate Mortgage, Inc.

(Firm/Company)

2377 Terrell Dr.

(Address)

Atlanta, GA 30341

(City/State and Zip code)

01 DEC 26 AM 9:22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Steven Post

(Name of Person)

at

770, 451-2506

(Area Code & Daytime Telephone Number)

400004712324--1

-12/07/01--01005--008

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

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

FF \$70
certs 17.50

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① Name not
available
of Florida does not
make a difference

8 pages

NOI000006530

OFF 7544.671



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 12, 2001

STEVEN POST
FIRST-RATE MORTGAGE, INC.
2377 TERRELL DR.
ATLANTA, GA 30341

SUBJECT: FIRST-RATE MORTGAGE, INC.
Ref. Number: W01000028388

We have received your document for FIRST-RATE MORTGAGE, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 301A00065377

**RESOLUTION:
AMEND ARTICLES OF INCORPORATION**

WHEREAS, this Corporation wishes to change its Articles of Incorporation, be it

RESOLVED, to amend the Articles of Incorporation in accordance with the proposed amendment as set forth on annexed document, and to duly file necessary notices of amendment with the Division of Corporations.

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary and the custodian of the books and records and seal of FIRST-RATE MORTGAGE, INC., a corporation duly formed pursuant to the laws of the State of GEORGIA and that the foregoing is a true record of a resolution duly adopted at a meeting of the Stockholders, and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on NOVEMBER 27, 2001, and that said resolution is now in full force and effect without modification or rescission.

IN WITNESS WHEREOF, I have executed my name of Secretary and have hereunto affixed the corporate seal of the above-named Corporation this 27 day of NOVEMBER 2001.

A True Record.

Attest.



President, STEVEN POST

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TALLAHASSEE, FLORIDA

**RESOLUTION:
AMEND BYLAWS**

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TALLAHASSEE, FLORIDA

WHEREAS, this Corporation wishes to change its Bylaws, be it

RESOLVED, that the Corporation change its Bylaws in accordance with the amendments to Bylaws as annexed hereto, and

FURTHER RESOLVED, that the proper officers of the Corporation file said amended Bylaws with such parties who are, pursuant to law, required to receive or approve same.

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary and the custodian of the books and records and seal of FIRST-RATE MORTGAGE, INC., a corporation duly formed pursuant to the laws of the State of GEORGIA and that the foregoing is a true record of a resolution duly adopted at a meeting of the Stockholders, and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on NOVEMBER 27, 2001, and that said resolution is now in full force and effect without modification or rescission.

IN WITNESS WHEREOF, I have executed my name as President and have hereunto affixed the corporate seal of the above-named Corporation this 27 day of NOVEMBER 2001.

A True Record.

Attest.



President, STEVEN POST

AMENDMENTS OF BYLAWS
AND ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

FIRST-RATE MORTGAGE, INC. WILL OPERATE IN THE
STATE OF FLORIDA, d.b.a. FIRST-RATE MORTGAGE OF GEORGIA.
Inc.

**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. First-Rate Mortgage, 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. Georgia 3. 58-2400403
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6-30-1998 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. 2377 Terrell Dr.
(Principal office address)
Atlanta, GA 30341
(Current mailing address)
8. To operate as a Mortgage Broker for profit,
(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: Todd McDonald
Office Address: 3800 Poplar St. NE
St. Petersburg, Florida 33703
(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.

Todd McDonald
(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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman:

Steven T. Post

Address:

2377 Terrell Dr.
Atlanta, GA 30341

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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TALLAHASSEE, FLORIDA

B. OFFICERS

President:

Steven T. Post

Address:

2377 Terrell Dr.
Atlanta, GA 30341

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.

Steven T. Post president / chairman
(Typed or printed name and capacity of person signing application)

Secretary of State**Corporations Division****315 West Tower****#2 Martin Luther King, Jr. Dr.****Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 013090208
CONTROL NUMBER : K824871
DATE INC/AUTH/FILED: 06/30/1998
JURISDICTION : GEORGIA
PRINT DATE : 11/05/2001
FORM NUMBER : 211

STEVE POST
FIRST-RATE MORTGAGE, INC.
2377 TERRELL DRIVE
ATLANTA, GA 30341

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TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

FIRST-RATE MORTGAGE, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox
Secretary of State

