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Office Use Only

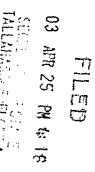


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FLORIDA COMPLIANCE SPECIALISTS, INC.



DAVE TAYLOR, PRESIDENT

2331 Hanson Place Tallahassee, Florida 32301 — Voice: (850) 942-5464 Fax: (850) 942-5111 www.floridacompliance.com

Office Use Only 7

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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

| I, the undersigned KIMBERLY L. ONNEN, do hereby certify (Name) |
|--|
| that this Resolution of the Board of Directors of RESIDENTIAL MORTGAGE GROU |
| (Corporate Name) |
| a corporation duly organized and existing under the laws of the State of DELAWARE |
| was duly adopted on $\frac{1/20103}{20103}$ |
| Be it resolved, that REGIDENTIAL MORTGAGE GROUP, INC (Corporate Name) |
| organized and existing in the State of STAWARE, hereby adopts the name Residential Mortgage Group of Minnesoffor use in Florida. |
| Dated: 1/20103 Limbbly L. Onner Signature of either Chairman, Vice Chairman or any officer Limbbly L. Onner Type or print name |

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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. RESIDENTIAL MORTGAGE GROUP, INC (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" of words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of an natural person or partnership if not so contained in the name at present.) | |
|--|---|
| 2 DELAWARE =3. = 41-1798744 2 | |
| (State or country under the law of which it is incorporated) (FEI number, if applicable) | |
| 4. 1-12-95 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. 6465 WAYZATA BLVD, GUITE 720 ST. LOUIS PARK, MN 55426 | |
| 104105 Wayzata Blvd. Ste. 720 St. Louis Park, MN 5542 | 6 |
| (Current mailing address) | |
| 8. MORTGAGE LENDER | |
| (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: Florida Compliance Specialists, Inc. | |
| Office Address: 2331 Rusen Place | |
| Tallahassee = Florida 32301 | |
| (City) (Zip code) | |
| 10. Pagistavad agant's aggentance | |

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.

(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: _ -Address: _ Vice Chairman: Address: _ Director: _ Address: __ Director: Address: _ **B. OFFICERS** SHERWOOD President: STEVEN Vice President: SOLVEIG A. NELSON Secretary: KIMBERLY Address: 9018 ASHLEY TERRACE N Treasurer: Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) 14. KIMBERLY (Typed or printed name and capacity of person signing application)

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STAT DELAWARE, DO HEREBY CERTIFY "RESIDENTIAL MORTGAGE GROUP, 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 ELEVENTH DAY OF APRIL, A.D. 2003.



AUTHENTICATION: 2362772

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030233113 DATE: 04-11-03