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FOREIGN PROFIT QUALIFICATION

VERSAILLES FUNDING, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 9, 2003

GERALD WEINBERG, P.C.

SUBJECT: VERSAILLES FUNDING, LTD.
REF: W03000013425

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The use of LIMITED or LTD. is not acceptable as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

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TALLAHASSEE, FLORIDA

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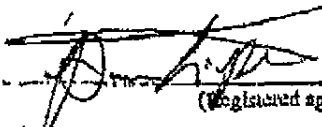
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

**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. VERSAILLES FUNDING 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. NEW YORK 3. 33-1025389
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. 10-4-02 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. 107 Sullivan Street, #27, New York, NY 10012
(Principal office address)
107 Sullivan Street, #27, New York, NY 10012
(Current mailing address)
8. Mortgage Broker
(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: Pam Lipschitz
Office Address: 12555 Orange Drive
Bayle, Florida 33330
(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.


(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: Sam Wolf

Address: 100 Tall Oak

Syosset, NY 11791

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Sam Wolf

Address: 100 Tall Oak

Syosset, NY 11791

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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

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

14. Samuel L. Wolf, President
(Typed or printed name and capacity of person signing application)

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**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of VERSAILLES FUNDING, LTD. was filed on 10/04/2002, 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 08th day of May
two thousand and three.*

A handwritten signature in black ink, appearing to read "K. A. D.", is written over a horizontal line.

Secretary of State