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TALLAHASSEE, FLORIDA

J. BRYAN JUN 17 2003

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Universal Mortgage Funding, 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:

Keith P. Killian
(Name of Person)
Universal Mortgage Funding
(Firm/Company)
5835 Executive Center Drive, Suite 112
(Address)
Charlotte, NC 28812
(City/State and Zip code)

For further information concerning this matter, please call:

Keith Killian at (704) 531-7223
(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

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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned JOHN HEINEMANN do hereby certify
(Name)

that this Resolution of the Board of Directors of _____

UNIVERSAL MORTGAGE FUNDING INC.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of NORTH CAROLINA.

was duly adopted on JANUARY 31ST, 2002.

Be it resolved, that UNIVERSAL MORTGAGE FUNDING INC.
(Corporate Name)

organized and existing in the State of NORTH CAROLINA, hereby adopts the name

PALM MORTGAGE FUNDING, INC. for use in Florida.

Dated: 6-5-03

John Heinemann
Signature of either Chairman, Vice Chairman or any officer

JOHN HEINEMANN
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.

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CORPORATIONS
TALLAHASSEE, FLORIDA

1. Universal Mortgage Funding, 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. NORTH CAROLINA 3. 75-3007648
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JANUARY 31, 2002 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. 5835 EXECUTIVE CENTER DRIVE, SUITE 112, CHARLOTTE NC 28212
(Principal office address)
SAME AS ABOVE
(Current mailing address)
8. TO SELL MORTGAGES
(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: DAWN KELLY
Office Address: 1025 EGRETS WALK CIRCLE, #202
NAPLES, Florida 34108
(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.

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

A. DIRECTORS

Chairman: Kris Boschele

Address: 5835 Executive Center Drive - Suite 112
Charlotte NC 28212

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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SHARPE CORPORATIONS
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Kris Boschele

Address: 5835 Executive Center Drive, #112
Charlotte NC 28212

Vice President: Dawn Kelly

Address: 5835 Executive Center Drive #112
Charlotte NC 28212

Secretary: John Hennemann

Address: 5835 Executive Ctr. Dr #112, Charlotte NC 28212

Treasurer: Randy Jordan

Address: 5835 Exec Ctr. Dr. #112 Charlotte, NC 28212

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. Dawn S. Kelly
(Typed or printed name and capacity of person signing application)



State of North Carolina

Department of The Secretary of State

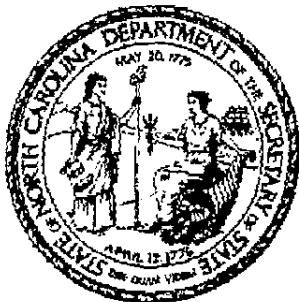
CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

UNIVERSAL MORTGAGE FUNDING, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 31st day of January, 2002, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State, if applicable; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 16th day of April, 2003.

Elaine F. Marshall

Secretary of State

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TALLAHASSEE, FLORIDA
STATE CORP. DIVISION