

Division of Corporations

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Division of Corporations
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From:
Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**FOREIGN PROFIT QUALIFICATION
RESIDENTIAL MORTGAGE CORPORATION**

DIVISION OF CORPORATION

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 1, 2003

CORPORATE & CRIMINAL RESEARCH SERVICES

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SUBJECT: RESIDENTIAL MORTGAGE CORPORATION
REF: W03000018673

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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) 245-6020.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 1, 2003

CORPORATE & CRIMINAL RESEARCH SERVICES

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SUBJECT: RESIDENTIAL MORTGAGE CORPORATION MARYLAND
REF: W03000018673

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.

A corporate resolution must be submitted with the new name.

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Derick Hungerford, do hereby certify
that this Resolution of the Board of Directors of Residential Mortgage Corporation
a corporation duly organized and existing under the laws of the State of Maryland
was duly adopted on June 30, 19 2003.

Resolved, that Residential Mortgage Corporation, organized
and existing in the State of Maryland, hereby adopts the
name Residential Mortgage Corporation (Maryland)
for use in Florida.

Dated: July 1, 2003

See Signature Page

Signature of at least one director

Derick Hungerford, Director

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FLORIDA DEPARTMENT OF STATE
Sandra S. Morton
Secretary of State

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Derrick Hungerford, do hereby certify
that this Resolution of the Board of Directors of
Residential Mortgage Corporation
a corporation duly organized and existing under the laws of the State of Maryland
was duly adopted on June 30, 19 2003.

Resolved, that Residential Mortgage Corporation, organized
and existing in the State of Maryland, hereby adopts the
name Residential Mortgage Corporation (Maryland)
for use in Florida.

Dated: July 1, 2003


Derrick Hungerford, Director

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TALLAHASSEE, FLORIDA

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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. Residential Mortgage Corporation (Maryland)

(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. Maryland

(State or country under the law of which it is incorporated)

3. 62-1842286

(FEI number, if applicable)

4. January 25, 1995

(Date of incorporation)

5. Perpetual

(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. 1400 Mercantile Lane, Largo, MD 20774

(Principal office address)

1400 Mercantile Lane, Largo, MD 20774

(Current mailing address)

8. Mortgage Loan Origination

(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: Thomas Harper

Office Address: 4184 SW 140th Street Road

Ocala

(City)

Florida 34473

(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 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.

Thomas Harper



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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STATE

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12. Names and business addresses of officers and/or directors:**A. DIRECTORS**Chairman: Derrick HungerfordAddress: 1400 Mercantile LaneLargo, MD 20774Vice Chairman: Darin HungerfordAddress: 1400 Mercantile LaneLargo, MD 20774Director: Perry Faylor

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: Derrick HungerfordAddress: 1400 Mercantile LaneLargo, MD 20774

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. See Attached

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

14. Derrick Hungerford, President

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

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12. Name and business addresses of officers and/or directors

A. DIRECTORS

Chairman: Darick Hungerford

Address: 1400 Mercantile Lane

Largo, MD 20774

Vice Chairman: Darick Hungerford

Address: 1400 Mercantile Lane

Largo, MD 20774

Director: Barry Paylor

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Darick Hungerford

Address: 1400 Mercantile Lane

Largo, MD 20774

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

14. Darick Hungerford, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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STATE OF MARYLAND
Department of Assessments and Taxation

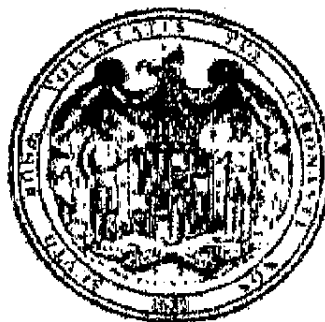
I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT RESIDENTIAL MORTGAGE CORPORATION IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HERETO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JUNE 16, 2003.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097

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