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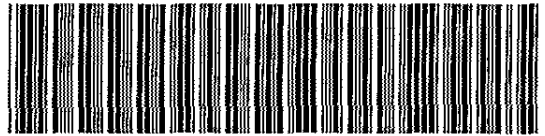
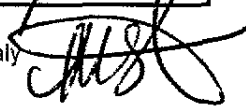
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Buchalter Nemer Fields & Younger

A Professional Law Corporation

895 DOVE STREET, SUITE 400, NEWPORT BEACH, CALIFORNIA 92660-2917
TELEPHONE (949) 760-1121 / FAX (949) 720-0182

File Number: M9220-0002
Direct Dial Number: 949-224-6263
E-Mail Address: dhochmuth@buchalter.com

June 30, 2003

VIA CERTIFIED MAIL

Florida Secretary of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Florida – Application for Certificate of Authority to Transact Business

Dear Sir or Madam:

On behalf of our client, Lender's Investment Corp. enclosed please find for filing with your office the following items:

1. One original Certificate of Authority Application; and
2. Check # 2091 for \$78.75 representing the filing fee.

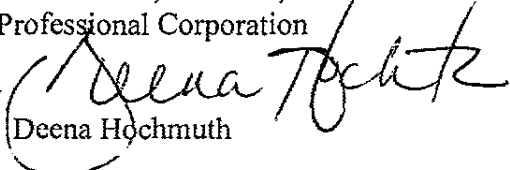
Once the enclosed has been filed with your office, please forward a conformed copy in the envelope provided.

If you have any questions or require further information, please contact me at the number or email listed above. Thank you for your assistance in this matter.

Sincerely,

BUCHALTER, NEMER, FIELDS & YOUNGER
A Professional Corporation

By


Deena Hochmuth

Enclosures

cc: Lender's Investment Corp.

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TALLAHASSEE, FLORIDA

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. Lender's Investment Corp.
 (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. California 3. 75-2997125
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/04/2001 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. 2755 Bristol Street, Suite 100, Costa Mesa, CA 92626
 (Principal office address)
2755 Bristol Street, Suite 100, Costa Mesa, CA 92626
 (Current mailing address)

8. Mortgage Banking
 (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 accepted)
 Name: Corporate Research Solutions, Inc.
 Office Address: 1333 N. Duval Street
Tallahassee, Florida 32303
 (City) (Zip code)

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 TALLAHASSEE, FLORIDA

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.

Richard Orger
 (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: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

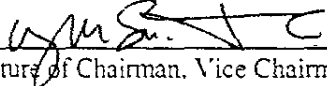
Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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. KERRY M SMITH
(Typed or printed name and capacity of person signing application)

APPLICANT - Lender's Investment Corp.
 Officers/Directors List

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NAME	TITLE	ADDRESS	HOME ADDRESS
Kerry M. Smith	President	2755 Bristol Street, Suite 100 Costa Mesa, CA 92626 (800) 517-1637 - Fax	6410 W. Oceanfront Newport Beach, CA 92661 (949) 574-5217
Sean Martin	Vice President/Production (Officer)	2755 Bristol Street, Suite 100 Costa Mesa, CA 92626 (800) 517-1637 - Fax	1120 C Buckingham Drive Costa Mesa, CA 92626 (714) 444-1556
Robert Pommier	Vice President/Operations (Officer)	2755 Bristol Street, Suite 100 Costa Mesa, CA 92626 (800) 517-1637 - Fax	32047 Corte Escobar Temecula, CA 92592 (909) 302-7543

State of California

SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the **4th day of December, 2001**, **LENDER'S INVESTMENT CORP.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of June 5, 2003.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

tb