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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : COMPLIANCE CONSULTING CORPORATION OF FLORIDA
Account Number : I20010000135
Phone : (561) 586-3645
Fax Number : (561) 586-6335

FOREIGN PROFIT QUALIFICATION

Priority Funding, LTD Co.

Certificate of Status	0
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DIVISION OF CORPORATIONS

03 OCT -3 PM12:58
CLERK OF SUPREME COURT
AT TALLAHASSEE, FLORIDA

APPROVED
AND
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JB
10-3-03

(H030002898553)

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

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO
TRANSACTION BUSINESS IN THE STATE OF FLORIDA.

1. Priority Funding, LTD Co.

*(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 141872028
(State or country under the law of which it is incorporated) (FEI number)

4. 01-31-2003 5. Perpetual
(Date of Incorporation) (Duration)

6. Upon Qualification
*(Date first transacted business in Florida. (SEE SECTIONS 607.1501,
607.1502 and 817.155, F. S.))*

7. 170 East Main St.
East Islip, NY 11730
(Current mailing address)

8. Mortgage brokerage and lending
*(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: Compliance Consulting Corporation of Florida
521 Lake Avenue, Suite 4
Lake Worth, FL 33460

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 to the proper and complete performance of my
duties, and I am familiar with and accept the obligations of my position as registered
agent.

Ronald Lovell, President


(Registered agent's signature)

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STATE OF FLORIDA
TALLAHASSEE

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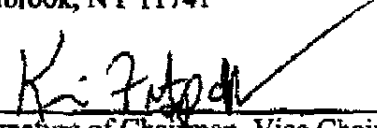
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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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

Kevin Fitzpatrick, President
6 Tarkington Rd
Holbrook, NY 11741

13.X


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

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

Reg Foreign Corp. vps

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NOTED
AND
FILED

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

I hereby certify, that the Certificate of Incorporation of PRIORITY FUNDING, LTD. was filed on 01/31/2003, 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.

I further certify, that no other documents have been filed by such Corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 30th day of September
two thousand and three.

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

Secretary of State

(H030002858553)