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From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
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Fax Number : (850) 224-1640

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FOREIGN PROFIT QUALIFICATION

ALLEGIANCE FINANCIAL SERVICES, INC.

Certificate of Status	0
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Department of State ^D 2/11/2004 8:01 ^S PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 11, 2004

CORPORATE & CRIMINAL RESEARCH SERVICES

SUBJECT: ALLEGIANCE FINANCIAL SERVICES, INC.
REF: W04000005916

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 245-6025.

Trevor Brumbley
Document Specialist

FAX Aud. #: B04000030347
Letter Number: 404A00009421

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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. Allegiance Financial Services, 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. California 3. 33-0987020
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 17, 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. 9320 Hazard Way #A1, San Diego, CA 92123
(Principal office address)
9320 Hazard Way #A1, San Diego, CA 92123
(Current mailing address)
8. Brokering and Lending 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: NRAI Services, Inc.
Office Address: 526 E. Park Avenue
Tallahassee, Florida 32301
(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.
NRAI Services, Inc.
By: [Signature]
(Registered agent's signature)
Michael Mirono, Assistant Secretary
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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Eric LovettAddress: 9320 Hazard Way #A1San Diego, CA 92123

Vice Chairman: _____

Address: _____

Director: Micah StoweAddress: 9320 Hazard Way #A1San Diego, CA 92123Director: Arthur SkolaAddress: 9320 Hazard Way #A1San Diego, CA 92123

B. OFFICERS

President: Eric LovettAddress: 9320 Hazard Way #A1San Diego, CA 92123Vice President: Micah StoweAddress: 9320 Hazard Way #A1San Diego, CA 92123Secretary: Arthur SkolaAddress: 9320 Hazard Way #A1Treasurer: San Diego, CA 92123

Address: _____

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

13. ES Skola

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

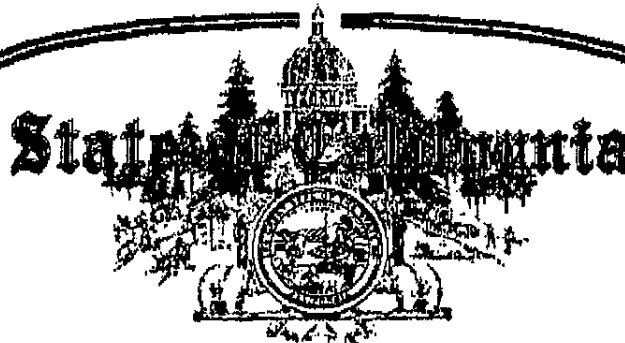
14. Eric Lovett, President

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

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TALLAHASSEE, FLORIDA
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SECRETARY OF STATE

CERTIFICATE OF STATUS
DOMESTIC CORPORATION

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

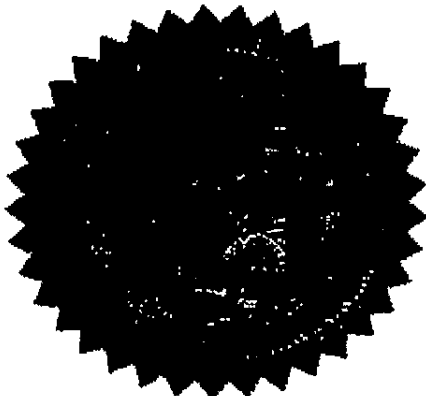
That on the 17th day of September, 2001, **ALLEGIANCE FINANCIAL SERVICES, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

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 January 30, 2004.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

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NO. 674 D06

FEB-24-04 17:48 FROM-

T-067 P.02/02 P-521

**Allegiance Financial Services, Inc.
9320 Hazard Way #A1
San Diego, CA 92123**

February 24, 2004

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32399

Re: Allegiance Financial Services, Inc.

To Whom It May Concern:

The following is a copy of a resolution adopted by the corporation in February, 2004 in connection with transacting business in Florida under a fictitious name:

"RESOLVED, that, this corporation desires to transact business in the State of Florida, and the Officers and Directors have been advised that the name of this corporation is not available for use in the State of Florida, this corporation adopts the assumed name, "Allegiance Financial Services, Inc. of California," for use in transacting business in the State of Florida."


Arthur Skola, Secretary

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