

OCT-28-2004 15:10
Division of Corporations

CT CORPORATION

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Florida Department of State
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FOREIGN PROFIT QUALIFICATION

Inland Mortgage Capital Corporation

Certificate of Status	1
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DIVISION OF CORPORATIONS

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: INLAND MORTGAGE CAPITAL CORPORATION
(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:

JANET R. HEINTZ
(Name of Person)
THE INLAND REAL ESTATE GROUP, INC.
(Firm/Company)
2901 BUTTERFIELD ROAD
(Address)
OAK BROOK, ILLINOIS 60523
(City/State and Zip code)

For further information concerning this matter, please call:

JANET R. HEINTZ at 630 218-8000 ext. 4759
(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

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. INLAND MORTGAGE CAPITAL CORPORATION

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. MARYLAND

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

3. 20-0511935

(FEI number, if applicable)

4. 10/15/03

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 255 S. ORANGE AVENUE, SUITE 955, ORLANDO, FLORIDA 32801

(Principal office address)

2901 BUTTERFIELD ROAD, OAK BROOK, ILLINOIS 60523

(Current mailing address)

8. COMMERCIAL MORTGAGE BROKERAGE AND COMMERCIAL MORTGAGE LOAN SERVICING AND TO ENGAGE IN ANY

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

OTHER LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER MARYLAND GENERAL

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable) CORPORATION LAW AND FLORIDA STATUTES.

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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.

CT Corporation System

By:

Connie Bryan

CONNIE BRYAN

SPECIAL ASSISTANT SECRETARY

(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

Director

~~Chairman:~~ ROBERT H. BAUMAddress: 2901 BUTTERFIELD ROADOAK BROOK, ILLINOIS 60523~~Director~~ DANIEL L. GOODWINAddress: 2901 BUTTERFIELD ROADOAK BROOK, ILLINOIS 60523Director: FRANCES C. PANICOAddress: 2901 BUTTERFIELD ROADOAK BROOK, ILLINOIS 60523Director: RAYMOND E. PETERSENAddress: 2901 BUTTERFIELD ROADOAK BROOK, ILLINOIS 60523**B. OFFICERS**President: RAYMOND E. PETERSENAddress: 2901 BUTTERFIELD ROADOAK BROOK, ILLINOIS 60523Vice President: GAIL GRESSAddress: 2901 BUTTERFIELD ROADOAK BROOK, ILLINOIS 60523Secretary: /TREASURER - MARK LINGLEAddress: 2901 BUTTERFIELD ROAD, OAK BROOK, ILLINOIS 60523Treasurer: SENIOR VICE PRESIDENT - LESLIE LUNDINAddress: 1646 N. CALIFORNIA BLVD., SUITE 350 WALNUT CREEK, CALIFORNIA 94596NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
INLAND MORTGAGE CAPITAL CORPORATION

13.

BY: [Signature]ITS: PRESIDENT (Signature of Director or Officer listed in number 12 of the application)

14.

RAYMOND E. PETERSENPRESIDENT

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

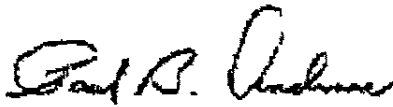
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STATE OF ILLINOIS

STATE OF MARYLAND
Department of Assessments and Taxation

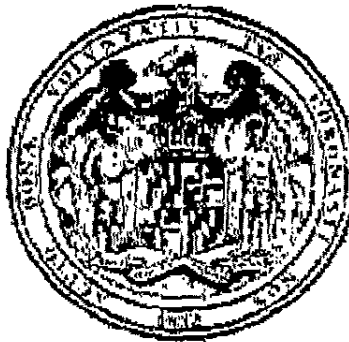
I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS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

I FURTHER CERTIFY THAT INLAND MORTGAGE CAPITAL 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 HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS OCTOBER 26, 2004.



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 TTY/Voice
Fax (410) 333-7097