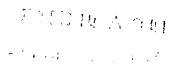


Florida Department of State

Division of Corporations Public Access System



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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 14, 2004

BUSINESS FILINGS

SUBJECT: MORTGAGE CAPITAL INC.

REF: W04000045549

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.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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FAX AUDIT # H04000244604 3

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

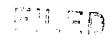
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

Mortgage Capital Inc.	
(Enter name of corporation; must include "INCORI" Inc.," "Co.," "Corp," "Inc.," "Co," or "Corp.")	ORATED," "COMPANY," "CORPORATION,"
Mosaic Financial Group Inc.	
(If name unavailable in Florida, enter alternate corp	orate name adopted for the purpose of transacting business in Florida)
California	3. 20-0749477
(State or country under the law of which it is incorporated	
2/6/2004	5. Perpetual
(Date of incorporation)	(Duration: Year corp. will cease to exist or "perpetual")
Date first transacted business in Clouide to	
And a supple of the supple of	1800 has not transacted business in Florida, insert "upon qualification.") us 607.1501, 607.1502 and 817.155, F.S.)
(SEE SECTION	NS 607.1501, 607.1502 and 817.155, F.S.)
1325 Howe Ave., Ste. 214, Sacramento, Calif	ornia 95825 st office address)
• •	
1325 Howe Ave., Ste. 214, Sacramento, Calif	mailing address)
Comiton	ismistely mentions)
Mortgage Broker.	
(Purpose(s) of corporation authorized in hom	se state or country to be carried out in state of Florida)
Name and cireat address of Florida register	ed agent: (P.O. Box or Mail Drop Box NOT acceptable)
	est agent. (1.0. box of relations box 1401 hecephane)
Name: Business Filings Incorporated	
Office Address: 660 East Jefferson Street	
Tallahassee (City)	Florida 32301 (Zip code)
(~,)	(-r.
0. Registered agent's acceptance:	
laving been numed as registered agent and to t	accept service of process for the above stated corporation at the place
esignated in this application, I hereby accept to	he appointment as registered agent and agree to act in this capacity. It statutes relative to the proper and complete performance of my duti
urner agree to compsy with the provisions of a nd I am familiar with and accept the obligation	ns of my position as registered agent.
1110.	
[]/[]/[]	
101 Why)	
(Registered agent	's signature)
Attached is a Cathlebie of Phisterica dally and	Mark Schiff, AVP then the second of this application to delivery of this application to
he Department of State, by the Secretary of State	or other official having custody of corporate records in the jurisdiction

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

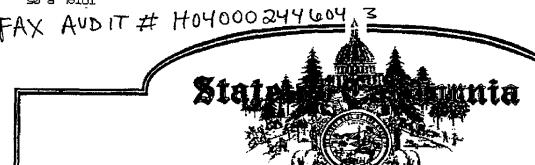
under the law of which it is incorporated.

· FAX AUDIT # H04000244604 3



A. DIRECTORS	LATAIN A DUI
Chairman:	in the second of the
Address:	ular - İdə
Vice Chairman:	
Address:	
Director: Curtis Peterson	
Address: 1325 Howe Ave., Ste. 214, Sacramento, California 95822	
Director:	
Address:	
B. OFFICERS	
President: Curtis Peterson	
Address: 1325 Howe Ave., Ste. 214, Sacramento, California 95825	
	A
Vice President: Harmony Peterson	
Address: 1325 Howe Ave., Ste. 214, Sacramento, California 95825	, <u> </u>
Secretary: Curtis Peterson	
Address: 1325 Howe Ave., Ste. 214, Sacramento, California 95825	
Treasurer: Curtis Peterson	
Address: 1325 Howe Ave., Ste. 214, Sacramento, California 95825	
NOTE of necessary, you may attach an addendum to the application listing additional officers and	Vor directors.
(Signature of Director of Officer listed in number 12 of the application)	
14. Curtis Peterson, President, Director (Typed or printed name and capacity of person signing application)	

ZO.9 JATOT



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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

That on the 6th day of February, 2004, MORTGAGE CAPITAL 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 December 8, 2004.

> KEVIN SHELLEY Secretary of State

OSP 03 74700 -