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Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

0173.34823

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FOREIGN PROFIT QUALIFICATION

DEVERE CAPITAL CORPORATION

Certificate of Status	0
Certified Copy	0
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TALLAHASSEE, FLORIDA

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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. Devere 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. New York 3. 16-1222429
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 03/08/1984 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. 105 Earhart Drive, Suite #100, Williamsville, New York 14221
(Principal office address)

105 Earhart Drive, Suite #100, Williamsville, New York 14221
(Current mailing address)

8. Mortgage Lending and Brokering
(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: 2731 Executive Park Drive, Suite 4

Weston, Florida 33331
(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, 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: Paul J. Hagan
(Registered agent's signature)

Paul J. Hagan, 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.

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

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A. DIRECTORS

Chairman: Peter F. Hunt

Address: 105 Earhart Drive, Suite #100, Williamsville, New York 14221

Vice Chairman: N/A

Address: N/A

N/A

Director: Linda C. Mallia

Address: 105 Earhart Drive, Suite #100, Williamsville, New York 14221

Director: Michael Boron

Address: 105 Earhart Drive, Suite #100, Williamsville, New York 14221

B. OFFICERS

President: Linda C. Mallia

Address: 105 Earhart Drive, Suite #100, Williamsville, New York 14221

Vice President: N/A

Address: N/A

N/A

Secretary: Michael Boron

Address: 105 Earhart Drive, Suite #100, Williamsville, New York 14221

Treasurer: Michael Boron

Address: 105 Earhart Drive, Suite #100, Williamsville, New York 14221

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

13. Linda C. Mallia
(Signature of Director or Officer listed in number 12 of the application)

14. Linda C. Mallia - President
(Typed or printed name and capacity of person signing application)

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

I hereby certify, that the Certificate of Incorporation of DEVERE CAPITAL CORPORATION was filed on 03/21/1984, under the name of WESTERN NEW YORK CAPITAL CORPORATION, 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 an existing corporation.

A Certificate of Amendment WESTERN NEW YORK CAPITAL CORPORATION, changing its name to DEVERE CAPITAL CORPORATION, was filed 04/05/1984.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of February
two thousand and five.*

Secretary of State

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