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Florida Department of State
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FOREIGN PROFIT QUALIFICATION

MID-AMERICAN FINANCIAL GROUP, INC.

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J. BYRON MAY 27 2005

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. **MID-AMERICAN FINANCIAL GROUP, INC.**

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

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

2. Ohio 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/5/2004 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. 110 Boggs Lane, Suite 260, Cincinnati, Ohio 45246
(Principal office address)
- 110 Boggs Lane, Suite 260, Cincinnati, Ohio 45246
(Current mailing address)

8. **First And Second Residential Mortgage Loans.**
(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: Business Filings Incorporated

Office Address: 1203 Governors Square Blvd, Suite 101

Tallahassee, Florida 32301-2960
(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.



(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:

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A. DIRECTORS

Chairman: _____

Address: _____


Vice Chairman: _____

Address: _____

Director: Duy VuAddress: 110 Boggs Lane, Suite 260, Cincinnati, Ohio 45246

Director: _____

Address: _____

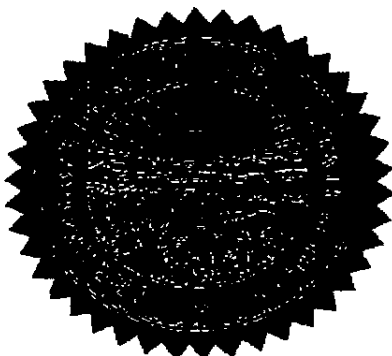
B. OFFICERSPresident: Duy VuAddress: 110 Boggs Lane, Suite 260, Cincinnati, Ohio 45246Vice President: Duy VuAddress: 110 Boggs Lane, Suite 260, Cincinnati, Ohio 45246Secretary: Duy VuAddress: 110 Boggs Lane, Suite 260, Cincinnati, Ohio 45246Treasurer: Duy VuAddress: 110 Boggs Lane, Suite 260, Cincinnati, Ohio 45246**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. 
(Signature of Director or Officer listed in number 12 of the application)14. Duy Vu, President
(Typed or printed name and capacity of person signing application)FILED
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TALLAHASSEE, FLORIDA

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**UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show MID-AMERICAN FINANCIAL GROUP, INC., an Ohio Corporation, Charter No. 1446276, having its principal location in Cincinnati, County of Hamilton, was incorporated on March 05, 2004, and is currently in GOOD STANDING upon the records of this office.

FILED
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 17th day of May, A.D. 2005.

J. Kenneth Blackwell
Ohio Secretary of State