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CORPORATION
TALLAHASSEE, FLORIDA

J. BRYAN JUN 14 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 297714 4338458
AUTHORIZATION : Patricia Lopez
COST LIMIT : \$ 70.00

ORDER DATE : April 5, 2005

ORDER TIME : 5:29 PM

ORDER NO. : 297714-010

CUSTOMER NO: 4338458

CUSTOMER: Ms. Terri Denoncourt
Ocwen Financial Corporation
Post Office Box 24737

West Palm Beach, FL 33416-4737

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TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: RMSI INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER: _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 29, 2005

SARA LEA
CSC
TALLAHASSEE, FL

SUBJECT: RMSI INC.
Ref. Number: W05000021204

RECEIVED
05 JUN 14 11 08:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for RMSI INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Please note that the name ORA INC. is also NOT AVAILABLE for use in Florida. Please choose another alternate name.

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) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 305A00030076

REsubmit
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

05 APR 28 AM 8 48
DIVISION OF CORPORATIONS

April 27, 2005

SARA LEA
CSC
TALLAHASSEE, FL

SUBJECT: RMSI INC.
Ref. Number: W05000021204

Resubmit

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2005 JUN 14 PM 12:07
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for RMSI INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

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

ALSO, please note that in addition to the application, you must submit a GOOD STANDING CERTIFICATE from the New Jersey Department of the Treasury.

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) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 405A00029110

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

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RMSI-ORA INC.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New Jersey 3. 651028176
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 20, 2000 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. 1661 WORTHINGTON RD, SUITE 100, WEST PALM BEACH, FL 33409
(Principal office address)

1661 WORTHINGTON RD, SUITE 100, WEST PALM BEACH, FL 33409
(Current mailing address)

8. The purpose of the Corporation is to provide integrated valuation services to the real estate industry.
(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: Corporation Service Company

Office Address: 1201 Hays Street

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.

Corporation Service Company
By: Cynthia S. Harris
(Registered agent's signature)
Assistant Vice President

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

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

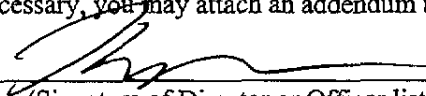
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Kevin J. Wilcox, Secretary
(Typed or printed name and capacity of person signing application)

**OFFICERS/DIRECTORS RIDER
RMSI INC.**

DIRECTORS:

Name: William C. Erbey **Term:** June 30, 2005
Bus Addr: 1661 Worthington Road, Suite 100, West Palm Beach, FL 33409

OFFICERS:

Name: William C. Erbey **Title:** Chairman & CEO
Bus Addr: 1661 Worthington Road, Suite 100, West Palm Beach, FL 33409

Name: Ronald M. Faris **Title:** President
Bus Addr: 1661 Worthington Road, Suite 100, West Palm Beach, FL 33409

Name: Kevin J. Wilcox **Title:** Secretary
Bus Addr: 1661 Worthington Road, Suite 100, West Palm Beach, FL 33409

Name: Andrew G. Dokos, II **Title:** Treasurer
Bus Addr: 1661 Worthington Road, Suite 100, West Palm Beach, FL 33409

Name: Mark J. Nichols **Title:** Vice President
Bus Addr: 1661 Worthington Road, Suite 100, West Palm Beach, FL 33409

Name: Robert J. Leist **Title:** Acting Chief Financial Officer
Bus Addr: 1661 Worthington Road, Suite 100, West Palm Beach, FL 33409

Name: Teresa L. Denoncourt **Title:** Assistant Secretary
Bus Addr: 1661 Worthington Road, Suite 100, West Palm Beach, FL 33409

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CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

RMSI INC.
0100823511

With the Previous or Alternate Name

OCWEN COMMERCIAL SERVICE CORPORATION (*Previous
Name*)

*I, the Treasurer of the State of New Jersey, do
hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on July 20, 2000.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

*Corporation Service Company
830 Bear Tavern Rd
West Trenton, NJ 08628*

Continued on next page . . .

2005 JUN 14
OFFICE OF THE CLERK OF THE SUPREME COURT
TALLAHASSEE, FLORIDA

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

RMSI INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
6th day of April, 2005

A handwritten signature in cursive script, which reads 'John E. McCormac'.

John E McCormac, CPA
State Treasurer

JUN 14 11:14 AM
TALLAHASSEE, FLORIDA