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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

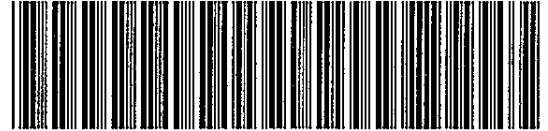
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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Document	
Examiner	
Updater	Office Use Only
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Verifier	DCC
Acknowledgement	DCC
2. Verifier	DCC



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Astor Place Mortgage Company, Inc.
(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:

Christopher Church
(Name of Person)
Astor Place Mortgage Company, Inc
(Firm/Company)
60 East 8th St, Suite 20D
(Address)
New York, NY 10003
(City/State and Zip code)

For further information concerning this matter, please call:

Christopher Church at (212) 228-8475
(Name of Person) (Area Code & Daytime Telephone Number)

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STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

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. Astor Place Mortgage Company, 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. New York 3. 11-3745657
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 18, 2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 60 East 8th St. Suite 200 NY, NY 10003
(Principal office address)

60 East 8th St. Suite 200 NY, NY 10003
(Current mailing address)

8. Any lawful Act or Activity
(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 NOT acceptable)

Name: Spiegel & Utrera, P.A.

Office Address: 1840 Coral Way, 4th Floor

Miami, Florida 33145
(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.

Spiegel & Utrera, P.A.

By: [Signature] Natalia Utrera, Vice President
(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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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: Christopher Church
Address: 60 E 8th St. Suite 200 NY, NY 10003

Vice Chairman: _____
Address: _____

Director: Christopher Church
Address: 60 East 8th Street, Suite 200
New York, NY 10003

Director: _____
Address: _____

B. OFFICERS


President: Christopher Church
Address: 60 East 8th Street, Suite 200
New York, NY 10003

Vice President: _____
Address: _____

Secretary: Christopher Church
Address: 60 East 8th Street Suite 200 NY, NY 10003

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)

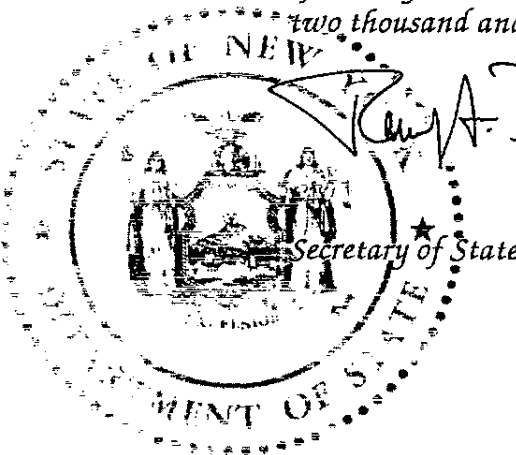
14. Christopher Church, President and Director
(Typed or printed name and capacity of person signing application)

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TALMADGE BLDG.
ALBANY, NY

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

I hereby certify, that the Certificate of Incorporation of ASTOR PLACE MORTGAGE COMPANY, INC. was filed on 03/18/2005, 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.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 03rd day of August
two thousand and five.



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TALLAHASSEE, FLORIDA

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