

1/9/06

H06000004477 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 THE
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Mortgage Acceptance Corp.

(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. Rhode Island

(State or country under the law of which it is incorporated)

3. 55-0874119

(FEI number, if applicable)

4. June 14, 2004

(Date of incorporation)

5. perpetual

(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. 990 Mineral Spring Avenue, North Providence, RI 02904

(Principal office address)

990 Mineral Spring Avenue, North Providence, RI 02904

(Current mailing address)

8. To conduct a mortgage brokerage business.

(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

(City)

Florida 33331

(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.

NRAI Services, Inc.

By: 

(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:

H06000004477 3

To: FL Dept. of State
Subject: 001448 46480

From: Katie Wonsch

Friday, January 06, 2006 11:39 AM Page: 3 of 4

H06000004477 3

2006 JAN -6 PM 3: 51

A. DIRECTORS

Chairman: Lon Evan Cohen

Address: 990 Mineral Spring Avenue, North Providence, RI 02904

FLORIDA DEPT. OF STATE
TALLAHASSEE FLORIDA

Vice Chairman: _____

Address: _____

Director: Lon Evan Cohen

Address: 990 Mineral Spring Avenue, North Providence, RI 02904

Director: _____

Address: _____

B. OFFICERS

President: Lon Evan Cohen

Address: 990 Mineral Spring Avenue, North Providence, RI 02904

Vice President: none

Address: _____

Secretary: Lon Evan Cohen

Address: 990 Mineral Spring Avenue, North Providence, RI 02904

Treasurer: Lon Evan Cohen

Address: 990 Mineral Spring Avenue, North Providence, RI 02904

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. Lon Evan Cohen, President

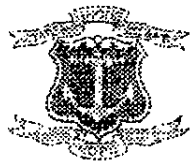
(Typed or printed name and capacity of person signing application)

H06000004477 3

To: FL Dept. of State
Subject: 001448.46480

From: Katie Wonsch

Friday, January 06, 2006 11:39 AM Page: 4 of 4



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown
Secretary of State

H06000004477 3

2006 JAN -6 PM 3: 51

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The Office of the Secretary of State of the State of Rhode Island and Providence Plantations, HEREBY CERTIFIES, that

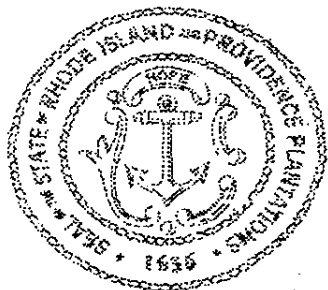
MORTGAGE ACCEPTANCE CORP.

a Rhode Island corporation, filed articles of incorporation in this office on the 14th day of June, 2004; and

IT IS FURTHER CERTIFIED that as of this date said corporation is duly organized and existing under and by virtue of the laws of the State of Rhode Island and is in good standing according to the records of this office.

SIGNED AND SEALED this twenty-
eighth day of December, A.D. 2005.

Secretary of State



H06000004477 3