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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

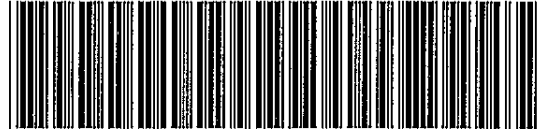
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06 JAN 24 AM 8:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.F. 1-3

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Midwest Financial & Mortgage Services, 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:

W. Thomas Fisher

(Name of Person)

Adams, Stepner, Woltermann & Dusing, PLLC

(Firm/Company)

40 W. Pike Street

(Address)

Covington, Kentucky 41011

(City/State and Zip code)

For further information concerning this matter, please call:

W. Thomas Fisher

(Name of Person)

at (859) 394-6200

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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

**ADAMS, STEPNER, WOLTERMANN & DUSING,
P.L.L.C.**

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859-394-6200

OF COUNSEL:
LORI A. SCHLARMAN *

* ALSO ADMITTED IN OHIO
** ADMITTED ONLY IN OHIO
*** ALSO ADMITTED IN OHIO & INDIANA

CHARLES S. ADAMS (1906-1971)
C. GORDON WALKER (1911-1967)

January 20, 2006

VIA HAND DELIVERY

CT Corporation System
Attn: Sarah
36 East Seventh Street
Suite 2400
Cincinnati, Ohio 45202

Re: Midwest Financial & Mortgage Services, Inc.

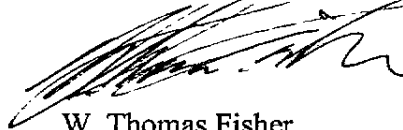
Dear Sarah:

For signature as registered agent by CT Corporation System, please find enclosed the Application by Foreign Corporation for Authorization to Transact Business in Florida for the above-referenced entity. Once executed, please forward the Application as soon as possible along with the enclosed check and Certificate of Good Standing to the Florida Department of State for filing.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

ADAMS, STEPNER,
WOLTERMANN & DUSING, P.L.L.C.



W. Thomas Fisher

WTF/tmg
Enclosures

**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. Midwest Financial & Mortgage Services, 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. Kentucky

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

3. _____

(FEI number, if applicable)

4. 1/2/1996

(Date of incorporation)

5. Perpetual

(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. 3216 Dixie Highway, Erlanger, Kentucky 41018

(Principal office address)

3216 Dixie Highway, Erlanger, Kentucky 41018

(Current mailing address)

8. Providing mortgage and financial services

(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:

CT Corporation Systems

Office Address:

1200 South Pine Island Rd.

Plantation

(City)

, Florida

33324

(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:

FILED
06 JAN 24 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: David Schlueter
Address: 1049 Colina Drive
Villa Hills, Kentucky 41017

Vice Chairman: Bryan Bates
Address: 6241 Fairway Avenue
Mason, Ohio 45040

Director: Adam Dinan
Address: 6610 Harvest Court
Mason, Ohio 45040

Director: _____
Address: _____

B. OFFICERS

President: David Schlueter
Address: 1049 Colina Drive
Villa Hills, Kentucky 41017

Vice President: Bryan Bates
Address: 6241 Fairway Avenue
Mason, Ohio 45040

Secretary: Adam Dinan
Address: 6610 Harvest Court, Mason, Ohio 45040

Treasurer: _____
Address: _____

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

13. David Schlueter
(Signature of Director or Officer listed in number 12 of the application)

14. David Schlueter, President
(Typed or printed name and capacity of person signing application)

FILED
06 JAN 24 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Commonwealth of Kentucky
Trey Grayson
Secretary of State

Certificate of Existence

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

MIDWEST FINANCIAL & MORTGAGE SERVICES INC.

is a corporation duly incorporated and existing under KRS Chapter 271B, whose date of incorporation is January 2, 1996 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 271B.16-220 has been delivered to the Secretary of State.

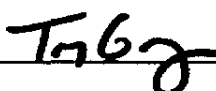
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 20th day of January, 2006.

Certificate Number: 25749

Jurisdiction: Kentucky

Visit <http://apps.sos.ky.gov/business/obdb/certvalidate.aspx> to validate the authenticity of this certificate.





Trey Grayson
Secretary of State
Commonwealth of Kentucky
25749/0409820