

To: FL Dept of State
Subject: 001448 4935

From: Katie Wonsch

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Florida Department of State
Division of Corporations
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Division of Corporations
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FOREIGN PROFIT/NONPROFIT CORPORATION

AMERICAN MORTGAGE SPECIALISTS, INC.

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COPY

Division of Corporations
Florida Department of State
2661 Executive Center Circle West
Tallahassee, FL 32301

March 1, 2006

To whom it may concern:

The following is a copy of a resolution adopted by the corporation in March, 2006 in association with transacting business in Florida under a fictitious name:

"RESOLVED, that, this corporation desires to transact business in the State of Florida, and the Officers and Directors have been advised that the name of this corporation is not available for use in the State of Florida, this corporation adopts the assumed name, "US Preferred Mortgage, Inc." for use in transacting business in the State of Florida."


Tina L. Powers, Secretary

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**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. American Mortgage Specialists, Inc.

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

US Preferred Mortgage, Inc.

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

2. Arizona

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

3. 86-1022113

(FEI number, if applicable)

4. 02/27/2001

(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. 1255 West Baseline Road, Suite 288, Mesa, AZ 85202

(Principal office address)

1255 West Baseline Road, Suite 288, Mesa, AZ 85202

(Current mailing address)

8. Mortgage Lending

(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: Sabrina Tillapaugh

(Registered agent's signature)

Sabrina Tillapaugh, Asst. Secretary

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: See Attached List

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached List

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. Tina L Powers

(Signature of Director or Officer listed in number 12 of the application)

14. Tina L. Powers, Secretary

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

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Officer and Director List for
AMERICAN MORTGAGE SPECIALISTS, INC.

Eric Weight
President and Director
1255 West Baseline Road, Suite 288
Mesa, AZ 85202

Tina Powers
Secretary
1255 West Baseline Road, Suite 288
Mesa, AZ 85202

David McMaster
Vice President
1255 West Baseline Road, Suite 288
Mesa, AZ 85202

Sondra Bialkowski
Vice President of Branch Operations
1255 West Baseline Road, Suite 288
Mesa, AZ 85202

Steve Bradshaw
Vice President of Information, Technology & Marketing
1255 West Baseline Road, Suite 288
Mesa, AZ 85202

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STATE OF ARIZONA



Office of the CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Director of the Arizona Corporation Commission, do hereby certify that

*****AMERICAN MORTGAGE SPECIALISTS, INC.*****

a domestic corporation organized under the laws of the State of Arizona, did incorporate on February 27, 2001.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; and that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 9th Day of March, 2006, A. D.



EXECUTIVE SECRETARY

BY: *[Signature]*

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