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**LAW OFFICES
JAMES E. SCHNEIDER, LL.M., INCORPORATED**

Columbia Place, Suite 222, 620 State Street, San Diego, California 92101
Telephone (619) 696-9422 Fax (619) 696-9423
E-mail taxman86@pacbell.net

March 21, 2006

VIA EXPRESS U.S. MAIL
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: HomePlus Corporation
Ref. Number: W06000010865

Please re-file the revised Application by Foreign Corporation using the alternative "HPM Corporation."

Very truly yours,



James E. Schneider, LL.M.
JAMES E. SCHNEIDER, LL.M., INC.

JES/cls

Encls.

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06 APR -3 PM 12:14

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Homeplus Corporation

(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:

James E. Schneider, LL.M.

(Name of Person)

James E. Schneider, LL.M., Inc.

(Firm/Company)

620 State St. #222

(Address)

San Diego, CA 92101

(City/State and Zip code)

For further information concerning this matter, please call:

James E. Schneider, LL.M. at (619) 696-9422

(Name of Person)

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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DIVISION
06 APR -3 PM 12:14

March 7, 2006

JAMES E. SCHNEIDER, LL.M.
620 STATE ST. #222
SAN DIEGO, CA 92101

SUBJECT: HOMEPLUS MORTGAGE CORPORATION
Ref. Number: W06000010865

We have received your document for HOMEPLUS MORTGAGE CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 245-6972.

Doris Brown
Document Specialist

Letter Number: 206A00015722

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.

DIVISION OF REVENUE
06 APR -3 PH12:14

1. Homeplus Corporation

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

H/PM of San Diego County Corporation
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California

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

3. _____

(FEI number, if applicable)

4. 02/03/2004

(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. 620 State St. #222 San Diego, CA 92101

(Principal office address)

P.O. Box 99466, San Diego, CA 92169

(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 NOT acceptable)

Name: Pacific Registered Agents, Inc.

Office Address: 92 Sadberry Road

Quincy, Florida 32351

(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.



(Registered agent's signature)

Charles F. Mathias, 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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Philip J. Pizzano, Jr.
Address: 12486 Rue Fountainbleau
San Diego, CA 92131

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

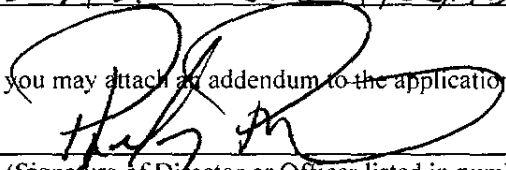
President: Philip J. Pizzano, Jr.
Address: 12486 Rue Fountainbleau
San Diego, CA 92131

Vice President: _____
Address: _____

Secretary: Philip J. Pizzano, Jr.
Address: 12486 Rue Fountainbleau - San Diego, CA 92131

Treasurer: Philip J. Pizzano, Jr.
Address: 12486 Rue Fountainbleau - San Diego, CA 92131

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. Philip J. Pizzano, Jr.
(Typed or printed name and capacity of person signing application)

State of California
Secretary of State

SECRETARY OF STATE
DIVISION OF CORPORATIONS AND SECURITIES
06 APR -3 P1112:14

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **3rd day of FEBRUARY 2004, HOMEPLUS CORPORATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of February 28, 2006.



A handwritten signature in cursive script, appearing to read "Bruce McPherson".

BRUCE McPHERSON
Secretary of State