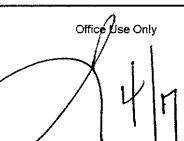
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COVER LETTER

TO: New Filing Section Division of Corporations
SUBJECT: Clarion Mortauge Capital, Inc
SUBJECT: Clarion Mortguze Capital, 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:
Anaclea Kleberger
(Name of Person)
Angelea Kleberger (Name of Person) Clarion Mortgage Capital, Inc. (Firm/Company)
(Firm/Company)
6530 5 Yasemite St St. 300
6530 S Yosemite St., Ste 300 (Address)
Greenwood Village, Co 80111 (City/State and Zip code)
(expression and 2sp code)
For further information concerning this matter, please call:
Angelea Kleberger at (303) 843-0777 × 1129 (Name of Person) (Area Code & Daytime Telephone Number)
(Name of Person) (Area Code & Daytime Telephone Number)
STREET/COURIER ADDRESS: MAILING ADDRESS:
New Filing Section New Filing Section
Division of Corporations Division of Corporations
Clifton Building P.O. Box 6327
2661 Executive Center Circle Tallahassee, FL 32314
Tallahassee, FL 32301
Enclosed is a check for the following amount: Florida Dept. of State
\$70.00 Filing Fee \$78.75 Filing Fee & \$78.75 Filing Fee & \$87.50 Filing Fee, Certificate of Status Certified Copy 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. Clarion Mortgage Capital, 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. Color acto 3. 84-1358570 (State or country under the law of which it is incorporated) (FEI number, if applicable)		
4. 9/10/1996 5. Perpe Eual (Duration: Year corp. will cease to exist or "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. 555 Winderley Pl, Suite 300 Rm 304 Maitland Fl 32751 (Principal office address)		
6530 S Yosemite St., Ste 300 Greenwood Village Co 80111 (Current mailing address)		
8. Origination of residential mortgages (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)		
(Fulpose(s) of corporation authorized in nome state of country to be carried out in state of Florida)		
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)		
Name: Buddy Dolan		
Office Address: 492 Saddl Bay Loop. 535 WINDERLY DL STE 300		
(City), Florida 32757		
(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.



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:
A. DIRECTORS
Chairman: Dove L Marr
Address: 6530 5 Yosem. to St. Ste 300
Greenwood Village, Co 80111
Vice Chairman:
Address:
Director: Larry A Bictz
Address: 6530 5 Yosemita St. Ste 300
Greenwood Village, Co 8011)
Director: James R Lewis
Address: 6630 5 Yosemite St Ste 300
Greenwood Village, Co 80111
B. OFFICERS
President: James R Lewis
Address: 6530 S Yosemite St, Ste 300
Greenwood Village, Co 80111
Vice President:
Address:
Secretary: Larry A Dietz
Address: 6530 5 Yosemite St, Ste 300, Greenwood Village Co 80111
Treasurer: Larry A Dictz
Address: 6530 5 Yosemite St, Ste 300 Greenwood Village, Co 8011)
NOTE: If necessary, you may attach an adderdum to the application listing additional officers and/or directors.
13
David L Mar

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

OFFICE OF THE SECRETARY OF STATE OF THE STATE OF COLORADO

CERTIFICATE

I, Ginette Dennis, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

CLARION MORTGAGE CAPITAL, INC.

is a Corporation

formed or registered on 09/10/1996 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19961118531.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 03/23/2006 that have been posted, and by documents delivered to this office electronically through 03/29/2006 @ 12:38:03.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 03/29/2006 @ 12:38:03 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6453617.



Ginette Dennis

Secretary of State of the State of Colorado

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, http://www.sos.state.co.us/bit/CertificateSearchCriteria.do entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, http://www.sos.state.co.us/click Business Center and select 'Frequently Asked Questions.'