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Florida Department of State
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FOREIGN PROFIT/NONPROFIT CORPORATION

INTERBANK FINANCIAL CORP.

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Florida Dept of State



May 30, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

FLORIDA FILING & SEARCH SERVICES

SUBJECT: INTERBANK FINANCIAL CORP.
REF: W06000024645

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANKSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Office of Financial Institutions, pursuant to section 655.922(2a), Florida Statutes.

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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. Interbank Financial Corp.

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

Sunrise Funding Corp.

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

2. Delaware

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

3.

(FEI number, if applicable)

4. 1/14/1988

(Date of incorporation)

5.

(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. 3001 N. Rocky Point Drive East, Suite 200, Tampa, FL 33607

(Principal office address)

3001 N. Rocky Point Drive East, Suite 200, Tampa, FL 33607

(Current mailing address)

8. mortgage brokerage

(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:

Daniel Yarom

Office Address:

3001 N. Rocky Point Dr. East, Ste. 200

Tampa

(City)

, Florida 33607

(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.

s/ Daniel Yarom

(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.

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

A. DIRECTORSChairman: Romeo AbenojaAddress: 1 View St., Bergenfield, NJ 07621Vice Chairman: Daniel YaromAddress: 333 Mamaroneck Ave., White Plains, NY 10605Director: Romeo AbenojaAddress: 1 View St., Bergenfield, NJ 07621Director: Daniel YaromAddress: 333 Mamaroneck Ave., White Plains, NY 10605**B. OFFICERS**President: Romeo AbenojaAddress: 1 View St., Bergenfield, NJ 07621Vice President: Daniel YaromAddress: 333 Mamaroneck Ave., White Plains, NY 10605Secretary: Romeo George AbenojaAddress: One View St., Bergenfield, NJ 07621Treasurer: Henrietta AbenojaAddress: 1 View St., Bergenfield, NJ 07621**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. Romeo Abenoja, President

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

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERBANK FINANCIAL CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF MAY, A.D. 2006.

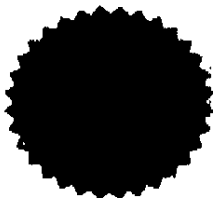
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "INTERBANK FINANCIAL CORP." WAS INCORPORATED ON THE FOURTH DAY OF JANUARY, A.D. 1988.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4778159

DATE: 05-26-06