

To: FI Dept of State
Subject: 01448.57186

From: Tracy, Blair

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F06000006756

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

RESIDENTIAL MORTGAGE FUND, INC.

Certificate of Status	0
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To: FI Dept of State
Subject: 01448.57186

From: Tracy Spear

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September 11, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPDIRECT AGENTS, INC.

SUBJECT: RESIDENTIAL MORTGAGE FUND, INC.
REF: W06000039767

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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. Residential Mortgage Fund, Inc.

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

RMF Mortgage Fund, Inc. of California

(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. 20-5401070

(FEI number, if applicable)

4. 07/28/2006

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Registration

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5440 Trabuco, Irvine, CA 92620

(Principal office address)

5440 Trabuco, Irvine, CA 92620

(Current mailing address)

8. Originating 1st and 2nd mortgage that will be brokered to lenders

(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: **NRAI Services, Inc.**

Office Address: **2731 Executive Park Dr., Ste 4**

Weston

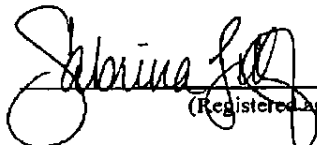
(City)

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.



(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. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Scott Keegan

Address: 5440 Trabuco
Irvine, CA 92620

Director: Mike Knieberg

Address: 5440 Trabuco
Irvine, CA 92620

B. OFFICERS

President: Mike Knieberg

Address: 5440 Trabuco
Irvine, CA 92620

Vice President: Jeffrey F. Sipos

Address: 5440 Trabuco
Irvine, CA 92620

Secretary: Scott Keegan

Address: 5440 Trabuco, Irvine, CA 92620

Treasurer: _____

Address: _____

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

13. Jeffrey F. Sipos
(Signature of Director or Officer listed in number 12 of the application)

14. Jeffrey F. Sipos, Vice President
(Typed or printed name and capacity of person signing application)

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State of California
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

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

That on the 28TH day of JULY, 2006, RESIDENTIAL MORTGAGE FUND, INC.
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
September 5, 2006.



BRUCE McPHERSON
Secretary of State