

F-10000003940

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Schmidt Mortgage Company  
Name of Corporation

**DOCUMENT NUMBER:** F10000003940

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael Crouse  
Name of Contact Person

American Mortgage Licensing  
Firm/Company

9603 White Rock Trail, Suite 127  
Address

Dallas, Texas 75238  
City/State and Zip Code

mcrouse@amlicensing.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jeffrey Bode at ( 214 ) 261-3320  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**PROFIT CORPORATION  
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO  
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

(Pursuant to s. 607.1504, F.S.)

**SECTION I  
(1-3 MUST BE COMPLETED)**

F10000003940

(Document number of corporation (if known))

Schmidt Mortgage Company

(Name of corporation as it appears on the records of the Department of State)

2. OH  
(Incorporated under laws of)

3. 09/01/2010  
(Date authorized to do business in Florida)

**SECTION II  
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/12/11

5. Mid America Mortgage, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

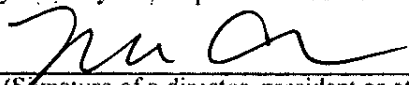
6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Jeffrey Bode, Attorney-in-Fact, Michael Crouse  
(Typed or printed name of person signing)

President  
(Title of person signing)

REGISTRATION  
DIVISION  
FLORIDA  
2012 JAN -9 PM 2:39  
FILED

**SPECIAL AND REVOKABLE  
LIMITED POWER OF ATTORNEY**


TO ALL PERSONS, be it known, that Jeffrey E. Bode, President of Schmidt Mortgage Company, an Ohio corporation as Grantor, does hereby make and grant a limited and specific power of attorney to and appoint and constitute said individual as my Attorney-in-fact.

I appoint Michael Crouse, of American Mortgage Licensing, LLC, 9603 White Rock Trail, Suite 127 Dallas, TX 75238, to act as my Attorney-in-fact.

My named Attorney-in-fact shall have full power and authority to undertake, commit and perform only the following acts on my behalf to the same extent as if I had done so personally; all with full power of substitution and revocation in the presence:

1. Authority to sign and authorize foreign corporation documents on behalf of Schmidt Mortgage Company, Inc. (an Ohio corporation) with any state corporation department. This will include but is not limited to the following activities; foreign corporation applications, foreign corporation renewals registered agent acceptance, annual reports, franchise tax filings and liabilities, and any and all other documents that are generally regulated by the Secretary of State, Corporations Commission, or equivalent department of any state.
2. Authority to sign and authorize documents to initially obtain and renew mortgage licenses with each state's respective division (financial institutions, department of banking, or equivalent mortgage lending division of any state.). This will include, but is not limited to the following activities; mortgage licensing applications, mortgage licensing renewals, company financial statements, personal financial statements, authorized surety bonds, company disclosure statements, personal disclosure statements, release of financial and/or personal information, and all other applicable documents required for the approval or renewal of a company mortgage license or personal mortgage/loan originator license.

TERMINATION: Unless sooner revoked or terminated by me, this Special Power of Attorney shall become NULL and VOID from and after December 31, 2013.

  
\_\_\_\_\_  
Jeffrey E. Bode, President  
Schmidt Mortgage Company, Inc.

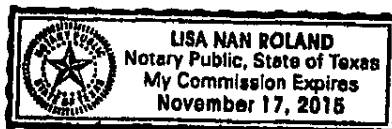
Dated: 1-6-2012

**NOTARY ACKNOWLEDGEMENT**

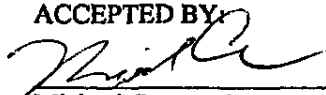
Signed in my presence this the 6<sup>th</sup> day of JAN., 2012.

  
\_\_\_\_\_  
Notary Public in the State of TEXAS

LISA NAN ROLAND  
\_\_\_\_\_  
(Printed Name)



**ACCEPTED BY:**

  
\_\_\_\_\_  
Michael Crouse, Attorney-in-fact  
American Mortgage Licensing, LLC

Dated: 1-6-2012



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/14/2011	201134701679	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	100.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

SCHMIDT MORTGAGE COMPANY  
15301 SPECTRUM DR.  
STE. 405  
ADDISON, TX 75001

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**276632**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**MID AMERICA MORTGAGE, INC.**

and, that said business records show the filing and recording of:

Document(s)

**DOMESTIC/AMENDMENT TO ARTICLES**

Document No(s):

**201134701679**



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of  
the Secretary of State at Columbus,  
Ohio this 12th day of December,  
A.D. 2011.

Ohio Secretary of State



Prescribed by:

The Ohio Secretary of State

Central Office: (614) 466-3910

Toll Free: 1-877-SOS-FILE (1-877-767-3453)

Expedite this Form: (Select One)

Mail this Form to the Secretary of State

Yes PO Box 1329  
Columbus, OH 43216

\*\* Requires an additional fee of \$100 \*\*

No PO Box 1329  
Columbus, OH 43216

www.sos.state.oh.us

e-mail: sirserv@sos.state.oh.us

### Certificate of Amendment by Directors or Incorporators to Articles

(Domestic)

Filing Fee \$50.00

**(CHECK ONLY ONE (1) BOX)**

Amendment by Directors

Amendment by Incorporators

Amended by Directors

(123-AMDS)

Amended by Incorporators

(124-AMD)

Complete the general information in this section for the box checked above.

Name of Corporation

Schmidt Mortgage Company

Charter Number

276632

Please check if additional provisions attached hereto are incorporated herein and made a part of these articles of organization.

Complete the information in this section if box (1) is checked.

Name and Title of Officer

Jeffrey E. Bode

President

(name)

(title)

**(CHECK ONLY ONE (1) BOX)**

A meeting of the directors was duly called and held on

(Date)

In an writing signed by all the Directors pursuant to section 1701.54 of the ORC

The following resolution was adopted pursuant to section 1701.70(B) \_\_\_\_\_ of the ORC;

(Insert proper paragraph number)

**RESOLVED**, that the First Article of the Amended Articles of Incorporation of Schmidt

Mortgage Company be deleted and restated in its entirety to read as follows: "The name of the

Corporation shall be Mid America Mortgage, Inc."

Complete this information in this section if box (2) is checked.

All those designated being all of the incorporators of the above named corporation, do certify that the subscription to shares have not been received and the initial directors are not named in the articles. We hereby have elected to amend the articles as follows:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**REQUIRED**

Must be authenticated (signed)  
by an authorized representative  
(See Instructions)

*Jeffrey B. Boice*

Jeffrey B. Boice - President  
(Print Name)

December 6, 2011

Date

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Authorized Representative

(Print Name)

\_\_\_\_\_  
\_\_\_\_\_

Date

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Authorized Representative

(Print Name)

\_\_\_\_\_  
\_\_\_\_\_

Date

**SHAREHOLDER RESOLUTION OF SCHMIDT MORTGAGE COMPANY**

The undersigned, being the sole shareholder of Schmidt Mortgage Company, an Ohio corporation having Charter No. 276632 (the "Corporation"), hereby signs and adopts the following resolutions:

WHEREAS, it is now deemed expedient to change the name of the Corporation, be it

**RESOLVED**, that the name of the Corporation be changed from Schmidt Mortgage Company to Mid America Mortgage, Inc., and that the officers of Corporation are hereby empowered and directed to execute and file, in the office of the Secretary of State of the State of Ohio, the requisite certificate setting forth the change of name authorized by this Resolution.

Dated: December 6, 2011



\_\_\_\_\_

Jeffrey E. Bode - sole shareholder



**SCHMIDT MORTGAGE COMPANY**

**DIRECTOR ACTION BY UNANIMOUS WRITTEN CONSENT**

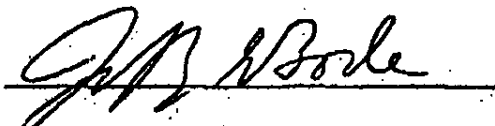
Pursuant to the authority of Ohio Revised Code Section 1701.54, the undersigned, being the sole director of Schmidt Mortgage Company, an Ohio corporation having Charter No. 276632 (the "Corporation"), does hereby take and adopt the following action by unanimous written consent:

**WHEREAS**, it is now deemed expedient to change the name of the Corporation, be it

**RESOLVED**, that the name of the Corporation be changed from Schmidt Mortgage Company to Mid America Mortgage, Inc., and be it

**RESOLVED**, that the First Article of the Amended Articles of Incorporation of Schmidt Mortgage Company be deleted and restated in its entirety to read as follows: "The name of the Corporation shall be Mid America Mortgage, Inc."

Dated: December 6, 2011

A handwritten signature in cursive script, appearing to read "J. E. Bode", is written over a horizontal line.

Jeffrey E. Bode



Form 5329 Prescribed by the Ohio Secretary of State

Central Office (614) 465-3810  
Toll-Free (877) 503-FILE (767-3453)

www.sos.state.oh.us  
Susserv@sos.state.oh.us

Expedite this form: (select one)  
Mail form to one of the following:

Expedite PO Box 1399  
Columbus, OH 43216

Non-Expedite PO Box 870  
Columbus, OH 43216

### NAME REGISTRATION Filing Fee \$50

(CHECK ONLY ONE (1) BOX)

<input checked="" type="checkbox"/> Trade Name (187-RNO)  Date of first use: <u>8-19-1998 filing</u>	<input checked="" type="checkbox"/> Fictitious Name (189-NFO)
---	--

Name being registered or reported: Schmidt Mortgage Company

Name of the Registrant: Mid America Mortgage, Inc.

NOTE: If the registrant is a foreign corporation licensed in Ohio under an assumed name, provide the assumed name and the name as registered in its jurisdiction of formation.

The Registrant is a(n): (Check only one (1) box)

- Individual
- Partnership  
Registration #, if any \_\_\_\_\_
- Limited Partnership  
Registration # \_\_\_\_\_  
If foreign, Jurisdiction of Formation: \_\_\_\_\_
- Limited Liability Partnership  
Registration # \_\_\_\_\_  
If foreign, Jurisdiction of Formation: \_\_\_\_\_
- Limited Liability Company  
Registration # \_\_\_\_\_  
If foreign, Jurisdiction of Formation: \_\_\_\_\_
- Ohio Corporation  
Charter # 276632
- Foreign Corporation  
Ohio license # \_\_\_\_\_  
Jurisdiction of Formation: \_\_\_\_\_
- Unincorporated Association
- Professional Association
- Other

**All registrants must complete the information in this section**

Business address: 20545 Center Ridge Road  
Mailing Address  
Rocky River Ohio 44116  
City State Zip Code

The general nature of the business conducted by the registrant:  
residential mortgage lending

**Complete the information in this section if registrant is a partnership not registered in Ohio**

Provide the name and address of at least one general partner:

Name	Address
_____	_____
_____	_____
_____	_____

NOTE: Pursuant to OAG 89-081, if a general partner is a foreign corporation, it must be licensed to transact business in Ohio. If a general partner is a foreign corporation licensed in Ohio under an assumed name, please provide the assumed name and the name as registered in its jurisdiction of formation.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

**REQUIRED**  
Must be authenticated  
(signed) by the registrant or  
an authorized  
representative

Jeffrey E. Bode  
Signature

12/6/2011  
Date

Jeffrey E. Bode - President  
Print Name

Signature

Date

Print Name