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WAYNE B. BLOCK P.A.
ATTORNEY AT LAW
DALLAS AND DALLAS
SUITE 308
9300 SOUTH DADLAND BOULEVARD
MIAMI, FLORIDA 33156
TELEPHONE (305) 670-7000
FAX (305) 670-7056

January 24, 1995

Florida Department of State
Qualification/Registration
Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

7000001388847
-01/25/95--01032--007
***122.50 ***122.50

Re: Application of Coastal Capital Corp., a New York
corporation, for qualification to do business in
Florida.

Dear Sir or Madam:

Enclosed please find the following in connection with the
above-referenced application:

1. a transmittal letter;
2. a signed application;
3. an original certificate of incorporation dated January
13, 1995 from the New York Department of State; and
4. a check in the amount of \$122.50 made payable to the
Florida Department of State, including the filing fee,
registered agent designation fee and a certified copy.

If you have any questions or require additional information,
please do not hesitate to call me. Thank you for your assistance
in this matter.

Very truly yours,

Wayne B. Block
Wayne B. Block

encl.

141-0
SECRET
DIVISION OF CORPORATIONS
95 JAN 30 PM 12:25
WAS-175

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. COASTAL CAPITAL MORTGAGE CORP.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. NEW YORK 3. 11-2924685
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 25, 1988 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 15, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 350 Jericho Turnpike
Jericho, New York 11753
(Current mailing address)
8. MORTGAGE BANK - RESIDENTIAL LOANS
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: WAYNE B. BLOCK, P.A.
Office Address: 9300 S. Dadeland Blvd., Suite 308
Miami, Florida, 33156
(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.

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

A. DIRECTORS

Chairman: MITCHEL GALE

Address: 21 Maple Run
Jericho, N.Y. 11753

Vice Chairman: MELVIN H. GALE

Address: 17630 Bocaire Way
Boca Raton, FL

Director: BERNARD A. JASON

Address: 24 Highridge Road
New Rochelle, N.Y. 10804

Director:

Address:

B. OFFICERS

President: MITCHEL GALE

Address: 21 Maple Run
Jericho, N.Y. 11753

Vice President: BONNIE BRESALIER

Address: 10 Shelbourne Lane
Commack, N.Y. 11725

Secretary: BERNARD A. JASON

Treasurer
Address: 24 Highridge Road

New Rochelle, N.Y. 10804

Vice President
Treasurer: WAYNE B. BLOCK

FLORIDA
Address: 600 Blue Rd.

Coral Gables, FL 33146

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

13. Wayne B. Block
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. WAYNE B. BLOCK - VICE PRESIDENT FLORIDA OPERATIONS
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 30 PM 12:25

RESOLUTION OF BOARD OF DIRECTORS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 30 PM 12:26

I, the undersigned MITCHEL GALE, do hereby certify
that this Resolution of the Board of Directors of COASTAL CAPITAL CORP.,
a corporation duly organized and existing under the laws of the State of New York,
was duly adopted on January 15, 19 95.

Resolved, that COASTAL CAPITAL CORP., organized
and existing in the State of New York, hereby adopts the
name COASTAL CAPITAL MORTGAGE CORP. for use in Florida.

Dated: January 15, 1995



Signature of at least one director

MITCHEL GALE, President/Director

State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of COASTAL CAPITAL CORP. was filed 07/25/1988, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

...

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 13th day of January
one thousand nine hundred and
ninety-five.

Alexander F. Treachwell

Secretary of State

199501170123

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 30 PM 12:26