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May 5, 1995

Ms. Brenda Tadlock
Florida Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: A&S FINANCIAL NETWORK, INC.
File #: 5346

Dear Secretary of State:

Please find enclosed the following documents:

- 1) Application to register a foreign corporation
- 2) Payment of \$70.00
- 3) Certificate of Good Standing - State of Delaware laser printed original document.

Please return the authorization certificate or any other documents to:

Delaware Business Incorporators, Inc.
3422 Old Capitol Trail, Suite 700
Wilmington, DE 19808-6192

Thank you for your prompt response to our request.

Sincerely,

Lori M. Whitlock

Lori M. Whitlock

Enclosure

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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. A&S FINANCIAL NETWORK, INC.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. STATE OF DELAWARE

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

3. APRIL 11, 1995

(Date of Incorporation)

4. PERPETUAL

(Duration)

5. Applied For

(Federal Employer Identification number, if applicable)

6. UPON AUTHORIZATION

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 8800 SOUTH OCEAN DRIVE, #108, JENSEN BEACH, FL 34957

(Current mailing address)

8. SELL BI-MONTHLY MORTGAGES

(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: Susan C. Fast

Address: 8800 South Ocean Drive, #108
Jensen Beach, Florida 34957

Vice Chairman: _____

Address: _____

Director: Susan C. Fast

Address: 8800 South Ocean Drive, #108
Jensen Beach, FL 34957

Director: _____

Address: _____

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B. Officers:

X President: Susan C. Fast

Address: 8800 South Ocean Drive #108
Jensen Beach, Florida 34957

Vice President: _____

Address: _____

X Secretary: Susan C. Fast

Address: 8800 South Ocean Drive #108
Jensen Beach, Florida 34957

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: Susan C. Fast

Office Address: 8800 South Ocean Drive, #108
Jensen Beach, Florida 34957

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Zip Code

11. 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: Susan C. Fast

12. 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.

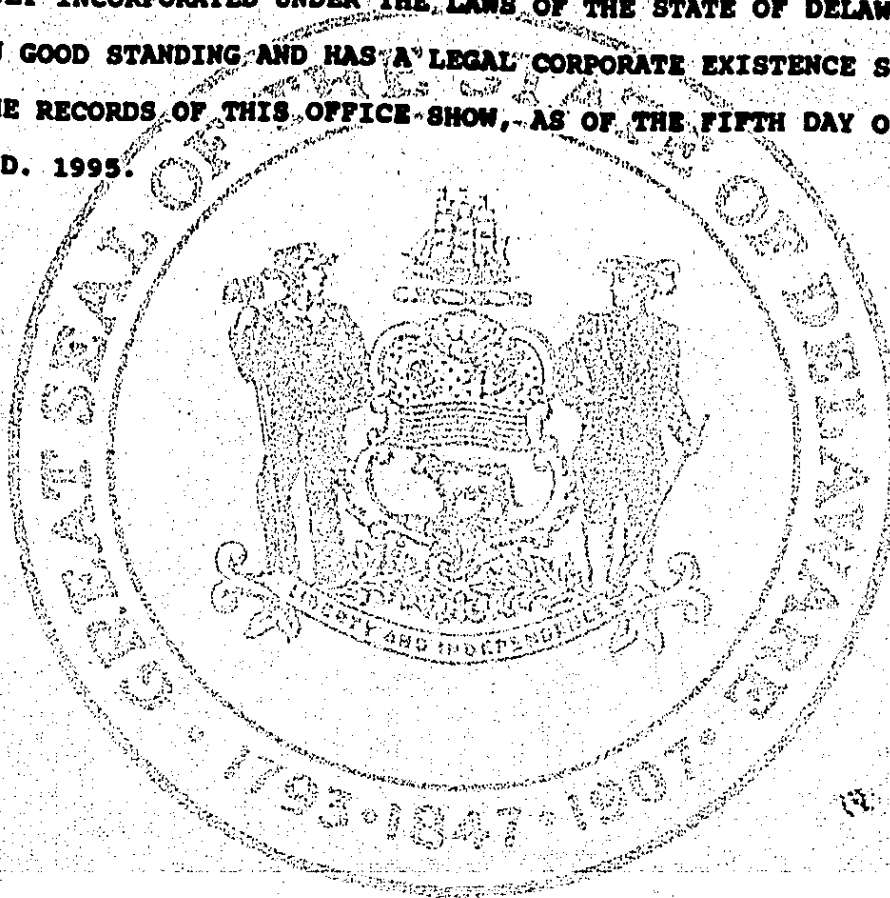
13. Susan C. Fast
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Susan C. Fast President
(Name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "A&S FINANCIAL NETWORK, INC." 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 FIFTH DAY OF MAY, A.D. 1995.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -8 PM 2:06



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7496236

DATE:

05-05-95