

F9600000714

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: HEARTLAND MORTGAGE CORPORATION
(Name of corporation - must include suffix)

Dear Sir or Madam:

W96-1962

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Sharon D. Parrish, Esq.
(Name of Person)

CARPENTER & PARRISH, P.A.
(Firm/Company)

100001698201
-01/25/96--01077--006
*****78.75 *****78.75

5608 NW 43rd Street
(Address)

Gainesville, FL 32653
(City/State/Zip)

Our check for \$78.75 includes the fee for a certificate of status.

Should you need to call someone concerning this matter, please call:

Sharon D. Parrish
(Name of Person)

at (352) 372-7788
(Area Code & Daytime Telephone Number)

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SECRETARY OF
TALLAHASSEE, FL
FLORIDA

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 30, 1996

SHARON D. PARRISH, ESQ.
CARPENTER & PARRISH P.A.
5608 NW 43RD ST.
GAINESVILLE, FL 32653

SUBJECT: HEARTLAND MORTGAGE CORPORATION
Ref. Number: W96000001962

We have received your document for **HEARTLAND MORTGAGE CORPORATION** and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 996A00003348

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. HEARTLAND MORTGAGE CORPORATION

(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. STATE OF GEORGIA

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

3. 58-212-4537

(FBI number, if applicable)

4. AUGUST 15, 1994

(Date of incorporation)

5. perpetual

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

6. none

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.1503, F.S.))

7. 91 W. Wileuca Road, Suite 200

Atlanta, GA 30342

(Current mailing address)

8. Originate and make residential mortgage 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: Ronald A. Carpenter

Office Address: 5608 NW 43rd Street

Gainesville

, Florida,

32653

(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.

Ronald A. Carpenter

(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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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

A. DIRECTORS

Chairman: Robert M. KrasnoffAddress: 91 West Wieuka Road, Suite 200
Atlanta, GA 30342

Vice Chairman: _____

Address: _____

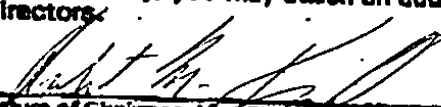
Director: Steve CasonAddress: 91 West Wieuka Road, Suite 200
Atlanta, GA 30342Director: Steve KrasnoffAddress: 91 West Wieuka Road, Suite 200
Atlanta, GA 30342

B. OFFICERS

President: Carl BrodyAddress: 8639 North Himes Avenue, #2605
Tampa, FL 33614Vice President: Steve CasonAddress: 91 West Wieuka Road, Suite 200
Atlanta, GA 30342Secretary: Robert M. KrasnoffAddress: 91 West Wieuka Road, Suite 200
Atlanta, GA 30342Treasurer: Robert M. KrasnoffAddress: 91 West Wieuka Road, Suite 200
Atlanta, GA 30342FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Robert M. Krasnoff, Chairman, Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

**Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 960390915
CONTROL NUMBER : 9420743
DATE INC/AUTH/FILED: 08/15/1994
JURISDICTION : GEORGIA
PRINT DATE : 02/08/1996
FORM NUMBER : 0211

HEARTLAND MORTGAGE CORPORATION

91 W. WIEUCA RD., STE. 200
ATLANTA, GA 30342

CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**HEARTLAND MORTGAGE CORPORATION
A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

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SECRETARY OF STATE
ATLANTA, GEORGIA