

F98000004024



ACCOUNT NO. : 072100000032

REFERENCE : 878324 7156920

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 70.00

ORDER DATE : July 1, 1998

ORDER TIME : 1:33 PM

ORDER NO. : 878324-005

CUSTOMER NO: 7156920

CUSTOMER: Brian O'reilly, Esq  
Mortgage Capital Investors  
6571 Edsall Road

Springfield, VA 22151

900002584619--8

FOREIGN FILINGS

NAME: CMK CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

W98-15643  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

*mtu*  
*7/15*

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DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 9, 1998

CSC

SUBJECT: CMK CORPORATION  
Ref. Number: W98000015643

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

THE ADOPTED NAME MUST CONTAIN A CORPORATE SUFFIX.

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 (850) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 598A00036789

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**UNANIMOUS CONSENT OF DIRECTORS****IN LIEU OF MEETING**

Pursuant to Section 13.1-685 of the  
Virginia Stock Corporation Act

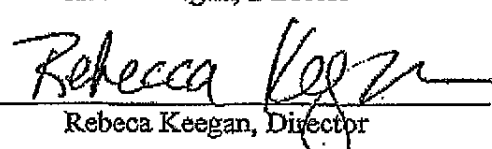
THE UNDERSIGNED, being the Directors of CMK CORPORATION (hereinafter the "Corporation"), a Virginia corporation, do hereby consent to and take the following actions as fully as though the same were taken at a Meeting of Directors regularly called and held for that purpose and do hereby waive the holding of any formal meeting and any notice required to be given in connection therewith, pursuant to Section 13.1-685 of the Virginia Stock Corporation Act.

The resolutions, as set forth below, are hereby adopted:

**RESOLVED**, that, inasmuch as this Corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this Corporation is not available for corporate use in the State of Florida, this Corporation adopts the alternate name CMK Corporation of Virginia for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporation Act; and

**FURTHER RESOLVED**, that the officers of the Corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this Corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause this corporation to use the said alternate name or any fictitious name which the officers of the Corporation may deem appropriate in the transaction of business in the State of Florida.

  
Kevin Keegan, Director

  
Rebecca Keegan, Director

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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. CMK 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. VIRGINIA 3. 54-1363412  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/5/81 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 6571 Edsall Road  
Springfield, Virginia 22151  
(Current mailing address)
8. MORTGAGE BANKING  
(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 or Mail Drop Box NOT acceptable)
- Name: CORPORATION SERVICE COMPANY
- Office Address: 1201 HAYS STREET  
Tallahassee, FL, Florida, 32301  
(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.

Vicki Schreiber, Asst. V.P.

(Registered agent's signature)

Vicki Schreiber, Asst. V.P.

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 addresses of officers and/or directors; (Street address ONLY - P.O. Box NOT acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: KEVIN KEEGAN

Address: 6571 Edsall Road  
Springfield, VA 22151

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: ~~REBECA KEEGAN~~ REBECA KEEGAN

Address: 6571 Edsall Road  
Springfield, VA 22151

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: KEVIN KEEGAN

Address: 6571 Edsall Road  
Springfield, VA 22151

Vice President: ~~REBECA KEEGAN~~ REBECA KEEGAN

Address: 6571 Edsall Road  
Springfield, VA 22151

Secretary: KEVIN KEEGAN

Address: 6571 Edsall Road  
Springfield, VA 22151

Treasurer: KEVIN KEEGAN

Address: 6571 Edsall Rd.  
Springfield, VA 22151

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

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

14. KEVIN KEEGAN, President  
(Typed or printed name and capacity of person signing application)

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# Commonwealth of Virginia



## State Corporation Commission

I Certify the Following from the Records of the Commission:

CMK CORPORATION is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

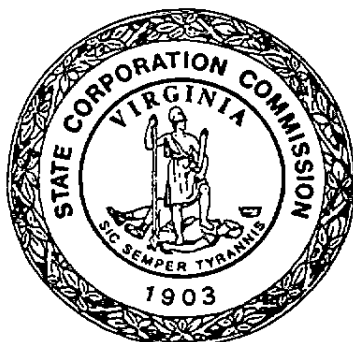
The date of incorporation is February 05, 1981.

Nothing more is hereby certified.

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Signed and Sealed at Richmond  
on this Date: June 16, 1998

*William J. Bridge*

William J. Bridge, Clerk of the Commission