

F98000006250

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: UNION FEDERAL MORTGAGE CORPORATION

(Name of corporation - must include suffix)

Dear Sir or Madam:

700002684417--8

11/10/98-01049-001

****78.75 ****78.75

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:

ARI H. MOSES

(Name of Person)

UNION FEDERAL MORTGAGE CORPORATION

(Firm/Company)

25 SMITH STREET

(Address)

NANUET, NY 10954

(City/State/Zip)

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

ARI H. MOSES

(Name of Person)

at (914) 624-3200

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
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

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FILED
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DIVISION OF CORPORATIONS

*Gave auth to
add "INC" on
resolution*

He 11/10/98

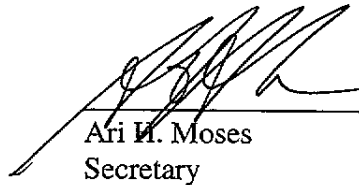
He 11/12

CORPORATE RESOLUTION

Secretary's Certification

I, Ari H. Moses, hereby certify that I am the duly elected secretary of Union Federal Mortgage Corporation (the "Corporation") and I hereby further certify that the following is a true and correct copy of a resolution duly and properly adopted by the Board of Directors of the Corporation, and that such resolution remains in full force and effect as of the date hereof.

I further certify that Ari H. Moses is authorized by the corporation to sign the Application by Foreign Corporation for Authorization to Transact Business in Florida, on behalf of the corporation.



Ari H. Moses 11/9/98
Secretary Date

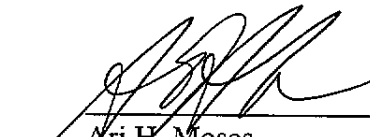
RESOLVED, that the Board of Directors of Union Federal Mortgage Corporation ("the CORPORATION") hereby authorizes the officers of the Corporation listed below to execute, on behalf of the Corporation, that one certain Application by Foreign Corporation for Authorization to Transact Business in Florida ("APPLICATION") under the name Union Federal Residential Lending which was presented to and discussed by the Board of Directors in connection with the adoption of this resolution; and;

RESOLVED FURTHER, that Union Federal Mortgage Corporation will operate in the State of Florida under the name Union Federal Residential Lending, Inc.; and

RESOLVED FURTHER, that the consummation of the transactions contemplated by the Application be and it is hereby approved.

RESOLVED FURTHER, that the officers listed below have been duly elected and that these officers are authorized execute the Application.


Ari H. Moses 11/9/98
President Date


Ari H. Moses 11/9/98
Secretary Date

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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. UNION FEDERAL 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. NEW YORK 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. APRIL 13, 1994 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. PENDING
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 25 SMITH STREET
NANUET, NY 10954
(Current mailing address)

8. MORTGAGE LENDING
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

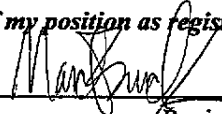
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: MARC BURACK

Office Address: 500 SW 33RD AVE
OCALA, Florida, 34474
(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.

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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: ARI H. MOSES

Address: 38 DORAL COURT
NEW CITY, NY 10956

Vice Chairman: /

Address: /

Director: /

Address: /

Director: /

Address: /

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

President: ARI H. MOSES

Address: 38 DORAL COURT
NEW CITY, NY 10956

Vice President: MICHAEL KARLEWICZ

Address: 45 NORMANDY VILLAGE APT 3
NANUET, NY 10954

Secretary: ARI H. MOSES

Address: 38 DORAL COURT
NEW CITY, NY 10956

Treasurer: ARI H. MOSES

Address: 38 DORAL COURT
NEW CITY, NY 10956

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

13. [Signature] [Signature]

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

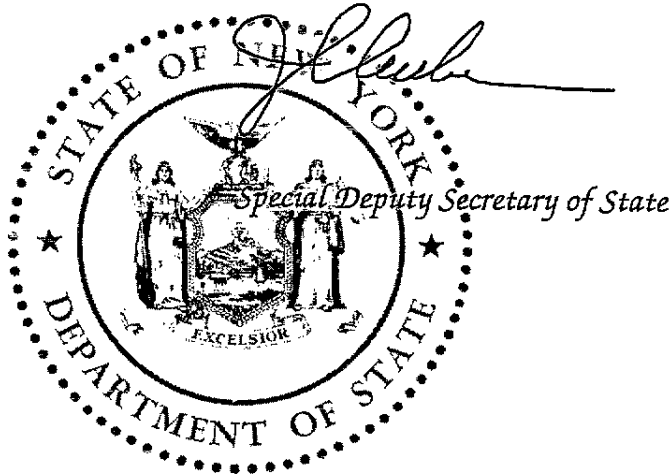
14. ARI H. MOSES, PRESIDENT & CHAIRMAN MICHAEL KARLEWICZ, VICE-PRESIDENT
(Typed or printed name and capacity of person signing application)

State of New York } **ss:**
Department of State

I hereby certify, that the certificate of incorporation of UNION FEDERAL MORTGAGE CORPORATION was filed on 04/13/1994, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, 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 02nd day of November
one thousand nine hundred and
ninety-eight.*

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FILED
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