

CSC THE UNITED STATES CORPORATION
980000006927

ACCOUNT NO. : 072100000032

REFERENCE : 071502 4365354

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pigot

ORDER DATE : December 18, 1998

ORDER TIME : 10:01 AM

ORDER NO. : 071502-010

CUSTOMER NO: 4365354

000002717240--2

CUSTOMER: Mr. Scott Richter
Leclair Ryan
707 East Main Street
11th Floor
Richmond, VA 23219

FOREIGN FILINGS

NAME: MORTGAGE CAPITAL INVESTORS,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

RECEIVED
DEC 21 AM 10:40
DIVISION OF CONSUMER AFFAIRS

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. Montage Capital Investors, Inc.
(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. Tax ID # 54-1921183)
2. Virginia
(State or country under the law of which it is incorporated)
3. BAI-
(FEI number, if applicable)
4. November 4, 1998
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Filing
(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. Montage Lending
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, 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.

Corporation Service Company

By: Freda W. Collins
(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: (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: _____

Address: _____

Director: _____

Address: _____

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

President: KEVIN KEEGAN

Address: 6571 Edsall Road
Springfield, VA 22151

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

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

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

MORTGAGE CAPITAL INVESTORS, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is November 04, 1998.

Nothing more is hereby certified.



Signed and Sealed at Richmond
on this Date: December 15, 1998

Joel H. Beck

Clerk of the Commission