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CHARLOTTESVILLE
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AFFILIATE OFFICE:
DETROIT

March 30, 2001

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

300003944083--6
-04/02/01--01145--010
****125.00 ****125.00

Re: Universal Capital Mortgage, L.L.C.

Ladies and Gentlemen:

On behalf of Universal Capital Mortgage, L.L.C., a Delaware limited liability company ("Universal"), I enclose the following documents and materials for the authorization of Universal to transact business in the state of Florida:

- 1) Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- 2) Certificate of Designation of Registered Agent/Registered Office;
- 3) original Certificate of Good Standing for Universal Capital Mortgage, L.L.C. issued by the Office of the Secretary of State from the state of Delaware; and
- 5) my firm's check payable to the Florida Department of State in the amount of \$125.00 to cover the filing fee to designate a registered agent and to apply to transact business in Florida.

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SECRET
FALLS CHURCH, VA

FILED

Upon registration of Universal to transact business in Florida, please issue a letter of acknowledgment to my attention at the address above. If you have any questions or comments, please do not hesitate to call me at the above referenced number. Thank you for your assistance regarding this matter.

Sincerely,

Carl H. Bivens
Carl H. Bivens

Enclosures

cc: Ms. Eileen G. King
Ms. Amber Weis
Robert D. Perrow, Esq.

ymth
4/5

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Universal Capital Mortgage, L.L.C.
(Name of foreign limited liability company)
2. Delaware 3. 54-2021414
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. February 5, 2001 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Not applicable: Applicant is a newly formed entity
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 901 Semmes Avenue
Richmond, Virginia 23224
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

SunTrust Mortgage, Inc.

901 Semmes Avenue

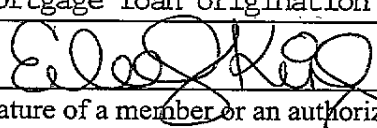
Richmond, Virginia 23224

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STATE OF FLORIDA
TALLAHASSEE

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Residential mortgage loan origination


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Eileen G. King

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Universal Capital Mortgage, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



(Signature)

Wendy Fantini, Authorized Representative

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR -2 PM 3:40

FILED

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UNIVERSAL CAPITAL MORTGAGE, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF FEBRUARY, A.D. 2001.

FILED
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SECRETARY OF STATE
TALLMADGE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3352058 8300

AUTHENTICATION: 0955279

010057397

DATE: 02-05-01