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CHARTER OAK LENDING GROUP, LLC

65 MAIN STREET, DANBURY, CT 06810 (203) 778-9999 FAX (203) 730-9845

December 20, 2001

Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

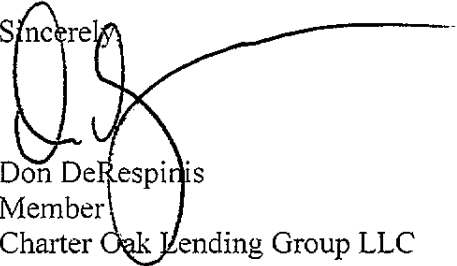
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To Whom It May Concern,

Please find enclosed Application for Authorization to transact business in Florida,
Original certificate of existence, Designation of Registered agent and a check to cover the
fees and request for certified copy.

Thank you.

Sincerely,



Don DeRespinis
Member
Charter Oak Lending Group LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

with
12/21

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

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

- 1. Charter Oak Lending Group, LLC (Name of foreign limited liability company)
2. Connecticut (Jurisdiction under the law of which foreign limited liability company is organized)
3. 06-1560630 (FEI number, if applicable)
4. 10/99 (Date of Organization)
5. perpetual (Duration: Year limited liability company will cease to exist or "perpetual")
6. January 1, 2001 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 65 Main St. Danbury, Ct 06810 (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:

Debra Killian, Member, 65 Main St, Danbury, CT 06810

Donald DeRespinis, Member 65 Main St, Danbury, CT 06810

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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: Mortgage Lending and Brokerage

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.)

Donald DeRespinis, Member

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:

Charter Oak Lending Group, LLC

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

Alfred J. DeRespinis

(Name)

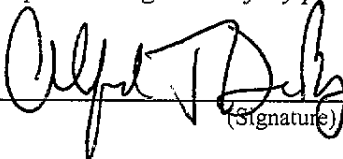
502 B2 Shady Pine Way

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

West Palm Beach, FL 33415

(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,


(Signature)

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

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

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State,
and keeper of the seal thereof, DO HEREBY CERTIFY, that

CHARTER OAK LENDING GROUP, LLC

is in existence.



Secretary of the State

Date Issued: December 17, 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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