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20 Pleasant Ridge Drive, Suite B Owings Mills, Maryland 21117 Phone (410) 356-1280 Toll-Free (866) MEL-8555 Fax (410) 356-1281 www.MELENDERS.com

February 18, 2003

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

Dear Registration Section:

Enclosed, please find application for Foreign Limited Liability Company for Authorization to Transact business in Florida, As well as a Certificate of good standing in the State of Maryland. There is also a Certificate of Designation of Registered Agent, signed.

I am enclosing a check for 160.00 dollars to cover, Filing Fee, Registered Agent Fee, Certified copy fee and certificate of Status.

Any Questions Please Call:

Christopher A Lepper

1-866-635-8555

Sincerely,

. President

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: Mortgage Equity Lenders, LLC (Name of foreign limited liability company) 2. Maryland (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4. 04/10/1998 5. perpetual (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") Have not yet transacted any business in Florida (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 20 Pleasant Ridge Drive, Ste. B Owings Mills, MD 21117 (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: Christopher A. Leppert 20 Pleasant Ridge Drive, Ste. B Owings Mills, MD 21117 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 Broker Signature of a member or an authorized representative of a member.

Typed or printed name of signee

Christopher A. Leppert

(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.)

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:	
Mortgage Equity Lenders, LLC -	
2. The name and the Florida street address of the registered agent and office are:	
Alfredo Gonzalez	
(Name)	
15116 Springview Street	
Florida street address (P.O. Box NOT ACCEPTABLE)	
Tampa _{FI} 33624	
(City/State/Zip)	
Having been named as registered agent and to accept service of process for the above state liability company at the place designated in this certificate, I hereby accept the appointment registered agent and agree to act in this capacity. I further agree to comply with the provistatutes relating to the proper and complete performance of my duties, and I am familiar was accept the obligations of my position as registered agent as provided for in Chapter 608, Full (Signature) \$ 100.00 Filing Fee for Application	nt as sions of all vith and
\$ 25.00 Designation of Registered Agent	
\$ 30.00 Certified Copy (optional) \$ 5.00 Certificate of Status (optional)	

STATE OF MARYLAND

Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO LIMITED LIABILITY COMPANIES OR THE RIGHTS OF LIMITED LIABILITY COMPANIES TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT MORTGAGE EQUITY LENDERS, LLC IS A LIMITED LIABILITY COMPANY EXISTING UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF MARYLAND, AND THAT THE LIMITED LIABILITY COMPANY IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS FEBRUARY 13, 2003.

Paul B. Anderson Charter Division

Paul B. Under



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097