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DIVISION OF CORPORATIONS

NOV 03 2009

**WEINER
BRODSKY
SIDMAN
KIDER PC**

September 25, 2009

VIA FEDERAL EXPRESS

Florida Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Consumers Mortgage Corporation of Ohio (Application for Withdrawal)
CMCO Mortgage, LLC (Application for Certificate of Authority)

Dear Sir or Madam:

Enclosed please find an Application By Foreign Limited Liability Company for Authorization to Transact Business in Florida for CMCO Mortgage, LLC ("CMCO"). Please note that Consumers Mortgage Corporation of Ohio ("CMC") will be converting from a corporation to a limited liability company ("LLC"), CMCO, effective November 1, 2009. We respectfully request that you not approve the application for Certificate of Authority for CMCO until November 1, 2009. Effective on that date, CMC will be surrendering its Certificate of Authority and we enclose copies of those documents for your reference. We enclose all of the necessary attachments, including the approval of the change of form of business organization (from a corporation to an LLC) from the Ohio Secretary of State, CMC's state of formation, and include a check in the amount of \$125 for the Florida application fee.

**WEINER
BRODSKY
SIDMAN
KIDER PC**

Florida Division of Corporations

2

September 25, 2009

Please do not hesitate to contact me at (202) 628-2000 or pickover@wbsk.com if you have any questions.

Sincerely,



Nancy Pickover
Licensing Specialist

Enclosures

F:\99781\001\COC Letters to Secs of State\FL Conversion Letter New App.docx

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CMCO Mortgage, LLC
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Ann M Jones

Name of Person

Consumers Mortgage

Firm/Company

7851 Freeway Circle

Address

Middleburg Hts., OH 44130

City/State and Zip Code

ajones@consumersmortgage.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ann M. Jones

Name of Person

at 440

826-1000 Ext 254

Area Code & Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy



7851 FREEWAY CIRCLE
MIDDLEBURG HEIGHTS, OHIO 44130

PHONE (440) 826-1000 * FAX (440) 826-3500

ext. 254

FACSIMILE TRANSMITTAL SHEET

TO: <u>Brenda Tadlock</u>	FROM: <u>Ann Jones</u>
COMPANY: <u>FL</u>	DATE: <u>Nov 2 2009</u>
FAX NUMBER	TOTAL NO. OF PAGES INCLUDING COVER: <u>2</u>
PHONE NUMBER:	SENDER'S REFERENCE NUMBER:
RE: MORTGAGEE CLAUSE CHANGE FOR	YOUR REFERENCE NUMBER:

☒ URGENT ☐ FOR REVIEW ☐ PLEASE COMMENT ☐ PLEASE REPLY ☐ PLEASE RECYCLE

Notes/Comments:

CMCO Mortgage LLC cert. of good standing

-Thank You-

Ann

4406695365

PRIVILEGED AND CONFIDENTIAL INFORMATION

The information contained in this facsimile message is privileged and confidential, and is intended for the use of the addressee listed above. If you are neither the intended recipient or the employee or the agent responsible for delivering this information to the intended recipient, you are hereby notified that any disclosure, copying, distribution, or taking of any action in reliance on the content of this telecopied information is strictly prohibited.

**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. CMCO Mortgage, LLC ✓
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Ohio
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 94-3424042
(FEI number, if applicable)

4. 11-1-09
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 7851 Freeway Circle

Middleburg Hts., OH 44130

(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:

Zubin Nagpal, Doug Reilly and Mike Lovell

7851 Freeway Circle

Middleburg Hts., OH 44130

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



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.)

Doug Reilly

Typed or printed name of signee

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 NOV -2 PM 3:30

**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:

CMCO Mortgage, LLC

If unavailable, the alternate to be used in the state of Florida is

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

CT Corporation System
(Name)

1200 South Pine Island Rd.
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation FL 33324
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, Florida Statutes.

CT Corporation System


(Signature)
Gill S. Apollo, Asst. Secretary

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

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**United States of America
State of Ohio
Office of the Secretary of State**

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show CMCO MORTGAGE, LLC, an Ohio For Profit Limited Liability Company, Registration Number 1344644, was organized within the State of Ohio on October 07, 2002, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 1st day of November, A.D. 2009*

A handwritten signature in black ink, appearing to read "Jennifer Brunner".

Ohio Secretary of State