M990000/79/Roh Lovel

Compliance Consulting Corporation of Florida

407 S. Dixie Hwy., Suite 5 Lake Worth, FL 33460

> Telephone (561) 586-3645 Fax (561) 586-6335

October 1, 1999

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

700003007587--E -10/06/99--01077--005 *****285.00 ****125.00

Dear Sir or Madam:

Enclosed you will find an application to register a foreign limited liability company.

The name of the company is:

E Source Mortgage LLC

Also, enclosed:

A check in the amount of \$285.00 to cover the filing fee and designation of registered agent fee.

An original letter of Compliance from the State of Massachusetts of the LLC.

Please send the letter of acknowledgement to:

Compliance Consulting Corp. of Florida 407 S. Dixie Hwy., Suite 5 Lake Worth, FL 33460

Thank you.

Sincerely,

Ronald Lovell

HAM-23324

JB11-15-99

00789/02837/02827/02744/00047/001011



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 8, 1999

RONALD LOVELL COMPLIANCE CONSULTING CORP. OF FLORIDA 407 S. DIXIE HWY., STE. 5 LAKE WORTH, FL 33460

SUBJECT: E SOURCE MORTGAGE LLC

Ref. Number: W99000023324

We have received your document for E SOURCE MORTGAGE LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The enclosed document(s) does/do not meet our filing requirements. Therefore, we are enclosing our appropriate form(s) and/or instructions.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

Please complete and sign the enclosed application for refund, and return it to my personal and confidential attention at the address below.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley Document Specialist

Letter Number: 299A00048949

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:

	imited liability company)
Commonwealth of Massachusetts	3. 043456154
urisdiction under the law of which foreign limited liability mpany is organized)	(FEI number, if applicable)
	Perpetual 5.
(Date of Organization)	(Duration: Year limited liability company will cease t exist or "perpetual")
Upon Registration	
(Date first transacted business in Florida. (Se-	e sections 608.501, 608.502, and 817.155, F.S.)
861 Southbridge St	
Auburn, MA 01501	
(Street address	of principal office)
f limited liability company is a manager-managed	company check here
i minico naomity company is a manager-managed	tompany, oneon note pr
he name and usual business addresses of the man	aging members or managers are as follows:
Gary F. Bates	
861 Southbridge St.	
Auburn, MA 01501	
Auburn, MA 01501	
Auburn, MA 01501	·
Attached is an original certificate of existence, no more than 90	
Attached is an original certificate of existence, no more than 90 the jurisdiction under the law of which it is organized. (A pho	tocopy is not acceptable. If the certificate is in a foreign lang
Attached is an original certificate of existence, no more than 90	tocopy is not acceptable. If the certificate is in a foreign lang
Attached is an original certificate of existence, no more than 90 the jurisdiction under the law of which it is organized. (A pho	tocopy is not acceptable. If the certificate is in a foreign langue submitted.)
Attached is an original certificate of existence, no more than 90 the jurisdiction under the law of which it is organized. (A photranslation of the certificate under oath of the translator must be	tocopy is not acceptable. If the certificate is in a foreign langue submitted.)
Attached is an original certificate of existence, no more than 90 the jurisdiction under the law of which it is organized. (A photranslation of the certificate under oath of the translator must be Nature of business or purposes to be conducted or	tocopy is not acceptable. If the certificate is in a foreign langue submitted.)
Attached is an original certificate of existence, no more than 90 the jurisdiction under the law of which it is organized. (A photranslation of the certificate under oath of the translator must be Nature of business or purposes to be conducted of Mortgage brokerge and lending	tocopy is not acceptable. If the certificate is in a foreign langue submitted.) or promoted in Florida:
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Attached is an original certificate of existence, no more than 90 the jurisdiction under the law of which it is organized. (A photranslation of the certificate under oath of the translator must be Nature of business or purposes to be conducted of Mortgage brokerge and lending Signature of a member or an au (In accordance with section 608.408(3),	tocopy is not acceptable. If the certificate is in a foreign langue submitted.) or promoted in Florida:
Attached is an original certificate of existence, no more than 90 the jurisdiction under the law of which it is organized. (A photranslation of the certificate under oath of the translator must be Nature of business or purposes to be conducted of Mortgage brokerge and lending Signature of a member or an au (In accordance with section 608.408(3),	tocopy is not acceptable. If the certificate is in a foreign langue submitted.) or promoted in Florida: otherwise the representative of a member, the rescution of this document constitute.

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	e of the Limited Liability Company is:
E Sou	rce Mortgage LLC
2. The name	and the Florida street address of the registered agent and office are:
	Compliance Consulting Corporation of Florida
	(Name)
	407 S. Dixie Hwy., Suite 5
	Florida street address (P.O. Box NOT ACCEPTABLE)
	Lake Worth FL 33460
	City/State/Zip
liability comp agent and agr relating to the obligations of	named as registered agent and to accept service of process for the above stated limited any at the place designated in this certificate, I hereby accept the appointment as registered are to act in this capacity. I further agree to comply with the provisions of all statutes a proper and complete performance of my duties, and I am familiar with and accept the say position as registered agent as provided for in Chapter 608, F.S The Capacitae Capacitae of Placety (Signature)
	\$ 100.00 Filing Fee for Application \$ 25.00 Designation of Registered Agent \$ 30.00 Certified Copy (optional)

5.00 Certificate of Status (optional)



The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

October 15, 1999

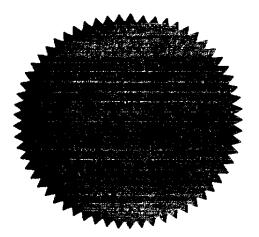
TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of Limited Liability Company was filed in this office by

E SOURCE MORTGAGE, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on February 23, 1999.

I further certify that said Limited Liability Company has not filed a certificate of cancellation; and that, so far as appears of record, said Limited Liability Company has legal existence.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth
on the date first above written.

William Travino Galicin

Secretary of the Commonwealth