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FILED
07 DEC 17 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Penn - Ohio Mortgage Co.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: Mark A. Hutson

Name (printed or typed)

100 DeBartolo Place, Suite 400

Address

Boardman, Ohio 44512

City, State & Zip

330-729-1010 ext. 121

Daytime Telephone Number

CERTIFICATE OF DOMESTICATION

FILED

The undersigned, Anthony L. Cocca, President

(Name)

(Title)

07 DEC 17 PM 2:35

of Penn - Ohio Mortgage Co.

(Corporation Name)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

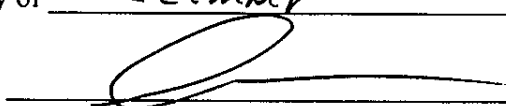
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was December 11, 1997.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Ohio.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Penn - Ohio Mortgage Co.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Penn - Ohio Mortgage Co.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Ohio.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Penn - Ohio Mortgage Co.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done

so this the 5th day of December, 2007.


(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

FILED

07 DEC 17 PM 2:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

Penn - Ohio Mortgage Co.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

3333 Gulf Shore Blvd. North, Unit 502
Naples, FL 34103

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

To engage in the operation of a mortgage holding and brokerage business for profit; as well to engage in any activity for which corporations may be formed, including without limitation all of the powers set forth in Section 607.0302 of the Florida Statutes.

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

The maximum number of stock that the corporation is authorized is 850 shares of common stock without par value, all of which have unlimited voting rights.

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

Anthony L. Cocca - President, Secretary, Treasurer, Director
3333 Gulf Shore Blvd. North, Unit 502
Naples, FL 34103

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:

Anthony L. Cocca
3333 Gulf Shore Blvd. North, Unit 502
Naples, FL 34103

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

Mark A. Hutson
100 DeBartolo Place
Suite 400
Boardman, Ohio 44512

**HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND
ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.**

Signature/Registered Agent

12-5-07

Date

Signature/Incorporator

12-5-07

Date