

Florida Department of State Division of Corporations 409 E Gaines Street Tallahassee, FL 32399

RE: Articles of Dissolution - U.S. Mortgage Group, Inc. and Application by Foreign Corporation for Authorization to Transact Busin in Florida - U.S. Mortgage Group, Inc.

To whom it may concern:

In error, in March 1998, I filed Articles of Incorporation for U.S. Mortgage Group, Inc. in Florida instead of qualifying it as a foreign corporation under our South Carolina corporation. The Florida corporation has not commenced business.

Enclosed please find Articles of Dissolution for or U.S. Mortgage Group, Inc., along with our Application by Foreign Corporation for Authorization to Transact Business in Florida, Certificate of Good Standing from South Carolina and the appropriate fees.

Should have any questions, feel free to call me at 1-800-774-0044, ext. 116. Please send Certificates of Status and Certified Copies to my attention at the above address.

Thank you very much.

Sincerely,

Sheri Strauch Operations Enclosures (7)

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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIDST	The name of the cornoration is:	U.S.	Mortgage	Group,	Inc.	_
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SECOND: The filing date of the articles of incorporation was: March 9, 1998

THIRD: (CHECK ONE)

□ None of the corporation's shares have been issued.

The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

A majority of the incorporators authorized the dissolution.

A majority of the directors authorized the dissolution.

Signed	this day of	March	, 19	99 <u> </u>	DATE	
Signature	(By the chairman or vice ch directors, by an incorporate	atrived of the board, president	, or other officer - if the	re are no officer	sor	
N	Jancy Keyes	(Typed or printed name)				
		(Typed of printed name)				

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Secretary

(Title)