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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

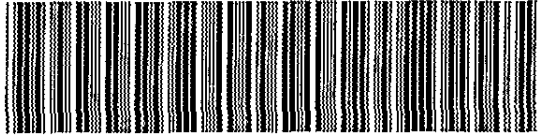
(Business Entity Name)

(Document Number)

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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OK

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Key Home Financing Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

George Harageones
(Name of Person)
Key Home Financing Corporation
(Firm/Company)
301 Newbury Street Suite 333
(Address)
Danvers, MA 01923
(City/State and Zip code)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
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For further information concerning this matter, please call:

George Harageones at (800) 994-6539
(Name of Person) (Area Code & Daytime Telephone Number)

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

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. **KEY HOME FINANCING CORPORATION**

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Massachusetts 3. 22-3892211
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 23, 2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 301 Newbury Street Suite 333, Danvers, MA 01923
(Principal office address)
301 Newbury Street Suite 333, Danvers, MA 01923
(Current mailing address)

8. Mortgage services, consumer credit counseling and consulting services.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Mr. E. G. Harageones

Office Address: 4440 Yarmouth Place

Pensacola, Florida 32514
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

E. D. Harageones
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: George E. Harageones

Address: 301 Newbury Street Suite 333

Danvers, MA 01923

Director: N/A

Address: _____

B. OFFICERS

President: George E. Harageones

Address: 301 Newbury Street Suite 333

Danvers, MA 01923

Vice President: N/A

Address: _____

Secretary: George E. Harageones

Address: 301 Newbury Street Suite 333, Danvers, MA 01923

Treasurer: George E. Harageones

Address: 301 Newbury Street Suite 333, Danvers, MA 01923

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TALLAHASSEE, FLORIDA

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *George E. Harageones*

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. George E. Harageones, President/CEO

(Typed or printed name and capacity of person signing application)



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

March 6, 2003

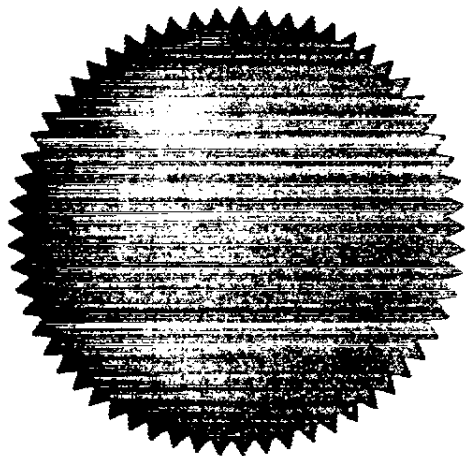
TO WHOM IT MAY CONCERN:

I hereby certify that

KEY HOME FINANCING CORPORATION

appears by the records of this office to have been incorporated under the General Laws of this Commonwealth on **January 23, 2003**.

I also certify that so far as appears of record here, said corporation still has legal existence.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth