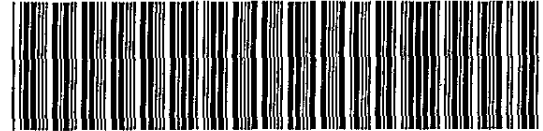


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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11/01/04--01045--015 **78.75

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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Regulatory Counsel Group, Inc.

Mortgage Licensing & Compliance Advisors

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 29, 2004

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399
(850) 245-6051

RE: Mainstream Funding Network, Inc.

To Whom It May Concern:

This provides you with information on behalf of **Mainstream Funding Network, Inc.** to establish them as a foreign company to transact business in your State. As their Agent, Regulatory Counsel Group, Inc. has enclosed the following:

1. A check in the amount of \$78.75 (\$70.00 filing fee and \$8.75 for Certificate of Status)
2. Three (3) original qualification documents (signed)
3. Certificate of Good Standing
4. A self-addressed, stamped envelope to send one original back to RCG's attention.

Please send all correspondence to:

Regulatory Counsel Group, Inc.
295 West Crossville Road
Suite 530
Roswell, GA 30075

Thank you for your cooperation. If you have any questions, please contact me directly at (770) 992-7779, via email at lhaygood@rcgteam.com, or via fax at (770) 992-0779.

Sincerely,

Lori Haygood
Account Executive

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Mainstream Funding Network, Inc.
(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:

Lori Haygood
(Name of Person)

Regulatory Counsel Group, Inc.
(Firm/Company)

295 West Crossville Road, Suite 530
(Address)

Roswell, GA 30075
(City/State and Zip code)

For further information concerning this matter, please call:

Lori Haygood at (770) 992-7779
(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

FILED

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.

NOV -1 P 3:
SECRETARY OF STAT.
TALLAHASSEE, FLORIDA

1. Mainstream Funding Network, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

N/A

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York

(State or country under the law of which it is incorporated)

3. 06-1484070

(FEI number, if applicable)

4. 03/07/1997

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5586 Main Street, Williamsville, NY 14221

(Principal office address)

5586 Main Street, Williamsville, NY 14221

(Current mailing address)

8. Mortgage Broker/Lender

(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 NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

Tallahassee

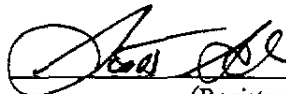
(City)

, Florida 32301

(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.



(Registered agent's signature)

Scott Scher, Assistant Secretary

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.

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

A. DIRECTORS

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Gary T. Bushorr

Address: 5586 Main Street
Williamsville, NY 14221

Vice President: N/A

Address: _____

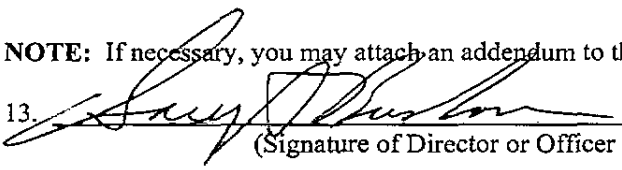
Secretary: N/A

Address: _____

Treasurer: N/A

Address: _____

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

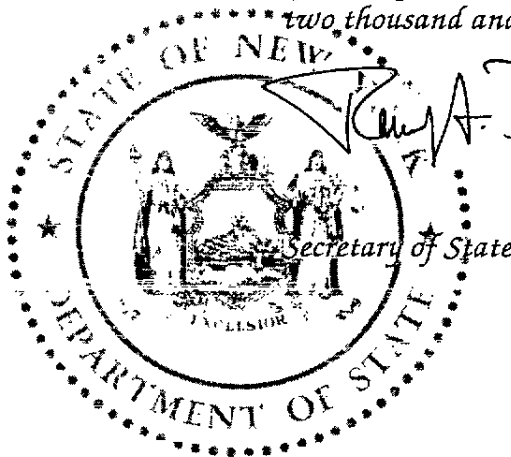
13.  _____
(Signature of Director or Officer listed in number 12 of the application)

14. Gary T. Bushorr, CEO/President
(Typed or printed name and capacity of person signing application)

State of New York } **ss:**
Department of State

I hereby certify, that the Certificate of Incorporation of MAINSTREAM FUNDING NETWORK, INC. was filed on 03/07/1997, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 22nd day of October
two thousand and four.



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