

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NATIONAL REAL ESTATE FUNDING, 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:

SHARON DROSSOS
(Name of Person)
NATIONAL REAL ESTATE FUNDING, INC.
(Firm/Company)
1101 Investment Blvd, # 115
(Address)
El Dorado Hills, CA 95762
(City/State and Zip code)

2005 SEP - 1 AM 8:10
FILED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Sharon Drossos at (916) 941-9977
(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. National Real Estate Funding, Inc.
(Enter name of corporation: must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co." or "Corp.")

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

2. California 3. 55-0885413
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 1, 2004 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 1101 Investment Blvd, Suite 115, El Dorado Hills, CA 95762
(Principal office address)

Same as above
(Current mailing address)

8. Real Estate Sales and Marketing
(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: Dorothy McCaffrey

Office Address: 4401 Sea Mist Dr #106

New Smyrna Beach, Florida 32169
(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.

Dorothy McCaffrey
(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.

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

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CORPORATIONS
TALLAHASSEE
FLORIDA

A. DIRECTORS

Chairman: James F. Ross
Address: 1101 Investment Blvd, #115, El Dorado Hills, CA 95762

Vice Chairman: _____
Address: _____

Director: Mary E. McCaffrey
Address: 1101 Investment Blvd #115, El Dorado Hills, CA 95762

Director: _____
Address: _____

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CORPORATIONS
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B. OFFICERS

President: James F. Ross
Address: 1101 Investment Blvd, #115, El Dorado Hills, CA 95762

Vice President: Jeff B. Pereyda
Address: 1101 Investment Blvd #115, El Dorado Hills, CA 95762

Secretary: James F. Ross
Address: 1101 Investment Blvd, #115, El Dorado Hills, CA 95762

Treasurer: James F. Ross
Address: 1101 Investment Blvd #115, El Dorado Hills, CA 95762

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. James F. Ross
(Typed or printed name and capacity of person signing application)

State of California
Secretary of State

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **1st day of October, 2004, NATIONAL REAL ESTATE FUNDING, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of August 9, 2005.



A handwritten signature in cursive script, appearing to read "Bruce McPherson".

BRUCE McPHERSON
Secretary of State