

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
MORTGAGEIT, INC.**

File Number C 134226

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: May 31, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Keri Krach*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED/EFFECTIVE
00 MAR 24 AM 9:59

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is MortgageIT, Inc.
- The name which it shall use in Idaho is MortgageIT
- It is incorporated under the laws of New York
- Its date of incorporation is 2/22/99
- The address of its principal office is 120 West 45th St.
New York, NY 10036
- The address to which correspondence should be addressed, if different from item 5, is _____
- The street address of its registered office in Idaho is 5527 Kendall St. Boise, ID 83704
_____, and its registered agent in Idaho at that address is Reword Search and Information Services, Inc.
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Doug Nardus</u>	<u>Secretary/CEO</u>	<u>120 W 45th St. New York NY 10036</u>
<u>Mark Pappas</u>	<u>President</u>	<u>120 W 45th St. New York, NY 10036</u>
<u>Phillip Kukafka</u>	<u>Treasurer</u>	<u>120 W 45th St. New York, NY 10036</u>
<u>Michael Feldman</u>	<u>Sr. Vice President</u>	<u>120 W 45th St. New York, NY 10036</u>

Dated: March 9, 2000

By: Mark Pappas
(Corporation name)

Its: President
(specify capacity of signer)

Customer Acct # :

(If using pre-paid)

IDAHO SECRETARY OF STATE

Secretary of State use only

05/31/2000 09:00
CX: 2431 CT: 131760 BH: 322233

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C134226

State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of MORTGAGEIT, INC. was filed on 02/22/1999, under the name of MIT DOT COM, INC., 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. I further certify the following:

Restated Certificate of Incorporation was filed on 05/07/1999.

A Certificate of Amendment MIT DOT COM, INC., changing its name to MORTGAGEIT, INC., was filed 06/15/1999.

I further certify, that no other documents have been filed by such Corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 28th day of April
two thousand.

Special Deputy Secretary of State