

299372

State of Rhode Island and Providence Plantations

Office of the Secretary of State Corporations Division 148 W. River Street Providence, RI 02904-2615

NOTICE OF RESIGNATION OF REGISTERED AGENT

FOR

SYNERGY CAPITAL LENDING, INC.

The undersigned authorized representative of Paracorp Incorporated, a foreign corporation qualified to do business in the State of Rhode Island, do hereby resign my appointment as registered agent and declare that the registered office is also discontinued at this time.

The undersigned has given notice of this resignation to the above-referenced entity.

This resignation shall be effective 30 days from the date this statement is delivered to the Rhode Island Secretary of State Office for filing.

March 12, 2009

SIGNATURE OF AUTHORIZED REPRESENTATIVE

Ninh Ho, ASSISTANT SECRETARY (Print Name & Title)

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State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State

March 26, 2009

Synergy Capital Lending, Inc. 9381 E. Stockton Boulevard, Suite 114 Elk Grove, CA 95624

Corporations Division

Business Section

Phone: 401-222-3040 Fax: 401-222-1309 corporations@sec.state.ri.us

Business Information Center

Phone: 401-222-2185 Fax: 401-222-1309 businessinfo@sec.state.ri.us

Notary & Trademark Sections

Phone: 401-222-1487 Fax: 401-222-3879 notaries@sec.state.ri.us trademarks@sec.state.ri.us

UCC Section

Phone: 401-222-3040 Fax: 401-222-3879 ucc@sec.state.ri.us

148 W. River Street Providence, RI 02904-2615 RE: Corporate ID# 299372 Synergy Capital Lending, Inc.

Dear Sir or Madam:

This is to notify you that this office received on March 23, 2009 the resignation of Paracorp Incorporated as Registered Agent of the above-named corporation, a copy of which is enclosed. Sections 7-1.2-502, 7-1.2-1409, 7-6-13 and 7-6-78 of the General Laws of the State of Rhode Island state that "the appointment of the agent shall terminate upon the expiration of thirty (30) days after receipt of the notice by the secretary of state."

Pursuant to the provisions set forth in Sections 7-1.2-501, 7-1.2-1408, 7-6-12 and 7-6-77 of the General Laws of the State of Rhode Island, "each corporation shall have and continuously maintain in this state" a registered agent. In order to ensure that your authority to conduct business will remain intact, please file a Change of Registered Agent form with this office.

To file online using Visa, MasterCard or American Express, visit www.sec.state.ri.us/corps and simply click on the "File Corporations Online" link. If you do not have a CID and PIN or have forgotten your CID and/or PIN, please contact us at corp-pin@sec.state.ri.us.

If you prefer to use cash or check, visit www.sec.state.ri.us. Simply click on the "Corporation Forms" link to download a form. You can mail the form to us with your payment or visit our office to file in person. Of course, we will provide a hardcopy of the Change of Agent form upon request.

Thank you for your cooperation.

Sincerely,

Catherine Caprio Albanese

Manager of Data and Information Services

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Corporations Division

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