

Filing and License Fee: \$310.00 minimum

ID Number: 153383



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement

1 The name of the corporation is Profolio Home Mortgage Corp.

2 It is incorporated under the laws of Texas

3 The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application

4 The date of its incorporation is 9/29/1998 and the period of its duration is perpetual

5 The address of its principal office in the state or country under the laws of which it is incorporated is 2500 City West Blvd., #525
Houston, TX 77042

6 The address of its proposed registered office in Rhode Island is 222 Jefferson Blvd., Suite 200
(Street Address, not P.O. Box)

Warwick, RI 02888 and the name of its proposed registered agent in Rhode Island at:
(City/Town) (Zip Code)

that address is National Registered Agents, Inc.
(Name of Agent)

7 The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Mortgage Broker

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>please see attached</u>	
Director		
Director		
Director		

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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	<u>please see attached</u>	<u></u>
Vice President	<u></u>	<u></u>
Treasurer	<u></u>	<u></u>
Secretary	<u></u>	<u></u>

9 The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any within a class is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>1000</u>	<u>Common</u>	<u></u>	<u>0.01</u>
<u></u>	<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>

10 (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 61,500

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

11 (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 10,000.00

(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0.0

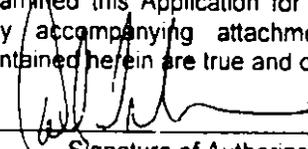
(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.0 % [divide (b) by (a) and multiply by 100 to obtain the percentage]

12 This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.

13 This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 01/06/06



 Signature of Authorized Officer of the Corporation

Daniel L. Garza, President

 Type or Print Name of Authorized Officer

Names and Addresses of Officers & Directors

of

Profolio Home Mortgage Corp.

OFFICERS:

Name: **Daniel L. Garza, President and Treasurer**

Address: 2500 CityWest Blvd., #525
Houston, TX 77042

Name: **Niket Patankar, Secretary**

Address: 2500 CityWest Blvd., #525
Houston, TX 77042

BOARD OF DIRECTORS:

Name: **Kumar Subramanian – Chairman of the Board**

Address: 2500 CityWest Blvd., #525
Houston, TX 77042

Name: **Daniel L. Garza**

Address: 2500 CityWest Blvd., #525
Houston, TX 77042

Name: **Niket Patankar**

Address: 2500 CityWest Blvd., #525
Houston, TX 77042

Name: **Jagdish Iyer**

Address: 2500 CityWest Blvd., #525
Houston, TX 77042

Name: **Virendra Jain**

Address: 2500 CityWest Blvd., #525
Houston, TX 77042

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



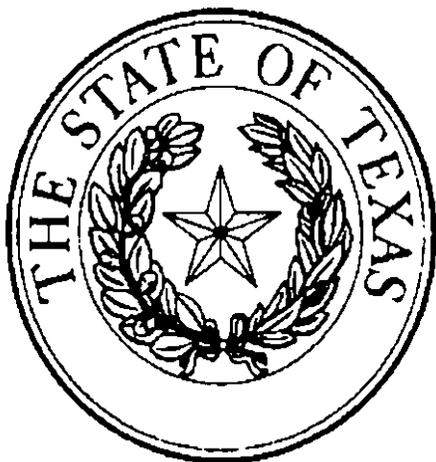
Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for PROFOLIO HOME MORTGAGE CORP. (filing number: 150689100), a Domestic For-Profit Corporation, was filed in this office on September 29, 1998.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 25, 2006.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State