

F02000004006

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

LIFE SETTLEMENTS FUNDING GROUP, INC.

SUBJECT: _____
(Name of corporation)

DOCUMENT NUMBER: F02000004006

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Dan W. Armstrong

(Name of person)

Dan W. Armstrong & Associates, P.A.

(Name of firm/company)

814 A1A North, Suite 306

(Address)

Ponte Vedra Beach, Florida 32082

(City/state and zip code)

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-09/11/02--01033--002
*****43.75 *****43.75

For further information concerning this matter, please call:

Dan W. Armstrong at (904) 280-0058

(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Name change/cc
sf

FILED
02 SEP 11 PM 12: 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F02000004006

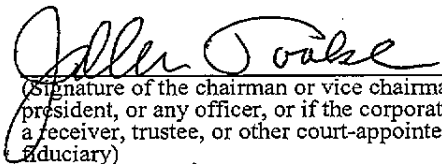
(Document number of corporation (if known))

1. LIFE SETTLEMENTS FUNDING GROUP, INC.
(Name of corporation as it appears on the records of the Department of State)
2. Georgia 3. August 6, 2002
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? August 19, 2002
5. AMERIFIRST FUNDING GROUP, INC.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.
n/a
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
n/a
(New jurisdiction)

FILED
02 SEP 11 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

John Tooke
(Typed or printed name)

September 4, 2002

(Date)

CEO

(Title)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 022470938
CONTROL NUMBER : 0227156
DATE INC/AUTH/FILED: 05/28/2002
JURISDICTION : GEORGIA
PRINT DATE : 09/04/2002
FORM NUMBER : 215

DAN W. ARMSTRONG & ASSOCIATES PA
DAN W. ARMSTRONG
814 A1A NORTH STE 306
PONTE VEDERA BEACH, FL 32082

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

AMERIFIRST FUNDING GROUP, INC.
A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



A handwritten signature in black ink, appearing to read 'Cathy Cox', is written over the printed name.

Cathy Cox
Secretary of State

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 022310782
CONTROL NUMBER: 0227156
EFFECTIVE DATE: 08/19/2002
REFERENCE : 0044
PRINT DATE : 08/19/2002
FORM NUMBER : 611

CHRISTINE E. VOGT
ROGERS & HARDIN
229 PEACHTREE ST., N.E., STE 2700
ATLANTA, GA 303031601

CERTIFICATE OF NAME CHANGE AMENDMENT

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

LIFE SETTLEMENTS FUNDING GROUP, INC.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the Office of the Secretary of State changing its name to

AMERIFIRST FUNDING GROUP, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



A handwritten signature in cursive script, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State

ARTICLES OF AMENDMENT
OF
LIFE SETTLEMENTS FUNDING GROUP, INC.

022310782-61
0227156
021920576-NR

1.

The name of the corporation is:

Life Settlements Funding Group, Inc. (the "Corporation").

2.

Article I of the Articles of Incorporation of the corporation shall be amended to read as follows:

"I

The name of the corporation is: AmeriFirst Funding Group, Inc. (hereinafter, the "Corporation")."

3.

The amendment was duly adopted on July 31st, 2002.

4.

The amendment was adopted by the sole director of the Corporation without shareholder action. Shareholder action was not required.

5.

A request for publication of a notice of intent to file these Articles of Amendment to change the name of the Corporation and payment therefor have been made as required by O.C.G.A. § 14-2-1006.1(b).

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by a duly authorized officer on the 31st day of July, 2002.

By: John Hooke
John Hooke, President

2002 JUL 19 P 3 21
SECRETARY OF STATE