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LAW OFFICES
MINKIN & SNYDER
A PROFESSIONAL CORPORATION

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August 26, 1998

VIA FEDERAL EXPRESS
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
98 AUG 27 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: CFN Home Finance, Inc.

700002626737--0
-08/27/98--01063--004
*****35.00 *****35.00

Dear Sir/Madam:

In connection with the filing of an Application By Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida, please find enclosed the following:

- (1) Original Application By Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida;
- (2) Original certificate of CFN Finance, Inc. (confirming the name change) from Delaware, its state of incorporation; and
- (3) Check made payable to the Department of State in the amount of \$35.00.

If the enclosed documents are in proper form for filing, please issue an Amended Certificate of Authority and return the same to me in the enclosed return Federal Express envelope. Thank you for your assistance in this matter.

Sincerely,

Gina Reeder

Gina M. Reeder
Legal Assistant

WC
DCG
9/11

:gr
Enclosures

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)

1. CFN Home Finance, Inc.
Name of corporation as it appears on the records of the Department of State.

2. Delaware
Incorporated under the laws of

3. June 2, 1998
Date authorized to do business in Florida

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TALLAHASSEE, 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? June 9, 1998

5. CFN Finance, 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

Joseph E. Switzer, Jr.
Signature
Joseph E. Switzer, Jr.
Typed or printed name

8/24/98
Date
President
Title

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "CFN FINANCE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE SECOND DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "CFN HOME FINANCE, INC." TO "CFN FINANCE, INC.", FILED THE NINTH DAY OF JUNE, A.D. 1998, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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981308348

9238899
08-06-98



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: