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. BANKAMERICA CORPORATION
Name of corporation as it appears on the records of the Department of State.

2. DELAWARE
Incorporated under laws of

3. October 16, 1998
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? April 28, 1999

5. BANK OF AMERICA CORPORATION
   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.

   New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

   New Jurisdiction

   James W. Kiser
   Signature
   May 28, 1999
   Date

   James W. Kiser
   Typed or printed name
   Secretary
   Title
State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BANKAMERICA CORPORATION", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "BANK OF AMERICA CORPORATION", THE TWENTY-EIGHTH DAY OF APRIL, A.D. 1999, AT 12:30 O'CLOCK P.M.

Edward J. Freel, Secretary of State

AUTHENTICATION: 9782789
DATE: 06-03-99