

Division of Corporations

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P00000052398

Florida Department of State
Division of Corporations
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((H00000067224 6))

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To: Division of Corporations
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From: Account Name : ACE INDUSTRIES, INC.
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

3RD COUNTRYWIDE FINANCIAL INC.

Certificate of Status	0
Certified Copy	1
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AMEND
KRS
12/29

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 28, 2000

3RD COUNTRYWIDE FINANCIAL INC.
13105 NORTHWEST 30TH AVENUE
MIAMI, FL 33054

SUBJECT: 3RD COUNTRYWIDE FINANCIAL INC.
REF: P00000052398

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

REGISTERED AGENT IS NOT AN ACCEPTABLE SIGNOR.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H00000067224
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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF**

HOO- 67224

3RD COUNTRYWIDE FINANCIAL INC.
(Present Name of Corporation)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to it's articles of incorporation:

FIRST: Amendment(s) adopted: Indicate article number(s) being amended, added or deleted.

CHANGE REGISTERED AGENT TO: AMINATU ALFUWA
6108 SOUTH WEST 21 STREET
MIRAMAR, FLORIDA 33023


SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 12/15/00

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approval by _____". (Voting group)
- The amendment(s) was/were adopted by board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.

SIGNED THIS 15 DAY OF DECEMBER, 2000. SIGNATURE:



(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the shareholders.)

TYPED OR PRINTED NAME: OSCAR BAYO
TITLE: INCORPORATOR

HOO- 67224

Prepared by Ace Industries, 54 NW 11th ST., MIAMI, FL 33136 (305) 358-2571.

H00-67224

TO WHOM IT MAY CONCERN:

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for 3RD COUNTRYWIDE FINANCIAL INC.

A handwritten signature in black ink, appearing to read "Antonio Chaves".

H00-67224