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BASIC AMENDMENT

LAWYERS' FINANCIAL CORPORATION

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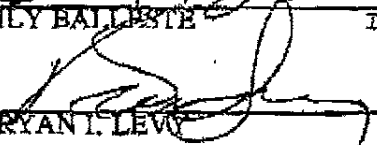
**AMENDMENT TO
ARTICLES OF INCORPORATION OF
LAWYERS' FINANCIAL CORPORATION**

Pursuant to Section 607.1006 of the Florida Statutes, the Articles of Incorporation of the above-named corporation are hereby amended as follows:

- FIRST:** The name of the corporation is LAWYERS' FINANCIAL CORPORATION
- SECOND:** The following amendments to the Articles of Incorporation were adopted by the corporation:
- The Name of the corporation shall be amended to read BGB MORTGAGE CORPORATION.
- THIRD:** This amendment was adopted by the Directors of the corporation on March 19, 2004.

Shareholder action was not required to adopt this amendment.


LILY BALLESTE Director


BRYAN I. LEVY Director

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