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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE, INC.

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LOCAL REPRESENTATIVE TALLAHASSEE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Sugarland Funding Mortgage Corp
(Corporation Name) (Document #)
2. _____
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NEW FILINGS	
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<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

C. COULLETTE JUN 17 1999

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Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
SUGARLAND FUNDING MORTGAGE CORP.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation to take effect upon the adjournment of the meeting of the Board of Directors.

99 JUN 17 PM 12:08
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FIRST: Amendment(s) adopted:

Article VII - DIRECTORS/OFFICERS

The board of Director(s) have accepted the resignation and deletion of the following officer and director as follows:

ALEX GONZALEZ DELETED AS VICE-PRESIDENT AND SECRETARY

The board of Director(s) have accepted a new officer and director as follows:

BRENDA ESCANDELL ACCEPTED AS VICE-PRESIDENT AND SECRETARY.

SECOND: The amendment was adopted this June 10, 1999 by the board of directors without shareholder action and shareholder action was not required.

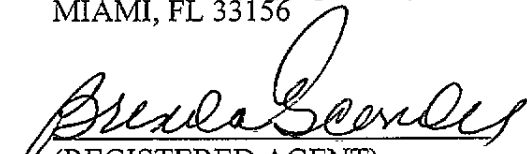
Signed this 10th day of June, 1999.

By 
ULISES GONZALEZ - President/Director

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations my position as registered agent.

BRENDA ESCANDELL
10300 SW 64 AVE
MIAMI, FL 33156


(REGISTERED AGENT)
June 10, 1999
(DATE)