

Federal Deposit Insurance Corporation

1910 Pacific Avenue, Suite 1600, Dallas, Texas 75201 ● (972) 754-0098

Southwest Service Center

Office of Lela Clifton, CLAS 972-761

October 24, 2000

VIA FEDERAL EXPRESS

Florida Department of State **Division of Corporations** 409 East Gaines Street Tallahassee, Florida 32399

Re: Commonwealth Mortgage Corporation of America

Gentlemen:

Enclosed for filing are an original and one copy of the Articles of Dissolution of Commonwealth Mortgage Corporation of America. Also enclosed is a check in the amount of \$35.00 for the filing fees. Please forward a Certificate of Dissolution to my attention once the Articles have been filed.

If you have any questions, please call me at (972) 761-8055.

Very truly yours,

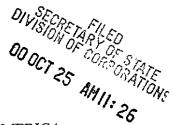
Lela L. Clifton, CLAS

Paralegal Specialist/- Asset Disposition I

/llc

Encs.

ARTICLES OF DISSOLUTION



OF

COMMONWEALTH MORTGAGE CORPORATION OF AMERICA

I.

The name of the Corporation is COMMONWEALTH MORTGAGE CORPORATION OF AMERICA (the "Corporation").

II.

Dissolution of the Corporation was authorized on September 26, 2000, by unanimous vote of the directors of the Corporation and by the sole shareholder of the Corporation, which is sufficient for approval of the dissolution.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution this 24th day of October, 2000.

COMMONWEALTH MORTGAGE CORPORATION OF AMERICA

Randy A. Just, Vice President

ATTEST:

James Hammett, Secretary