

408187

ET CORPORATION

CORPORATION(S) NAME

Chase Home Mortgage Corporation of the Southeast

FILED
2002 APR 29 PM 1:39
TALLAHASSEE
FLORIDA

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
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	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
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<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

4/29/02

Order#: 5300130

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*****35.00 *****35.00

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

C. Coulliette APR 29 2002

RECEIVED
02 APR 29 AM 11:12
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

FILED
2002 APR 29 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CHASE HOME MORTGAGE CORPORATION OF THE SOUTHEAST**

RESOLVED, that Chase Home Mortgage Corporation of the Southeast, a Florida Corporation, caused to be filed on the 5th day of September, 1972, Articles of Incorporation with the Secretary of State of the State of Florida;

FURTHER RESOLVED, that Chase Home Mortgage Corporation of Florida is a corporation duly incorporated and validly existing under and pursuant to the General Corporation Law of the State of Florida;

FURTHER RESOLVED, that the Directors and the Sole Shareholder of Chase Home Mortgage Corporation of the Southeast desire to amend the said Articles of Incorporation;

FURTHER RESOLVED, that by consent without a meeting executed on the 29th day of April, 2002, all of the Directors of the corporation resolved as follows:

That the Certificate of Incorporation of Chase Home Mortgage Corporation of the Southeast, a Florida corporation, is hereby amended so that, as amended, the third article thereof reads as follows:

Article III. STOCK

The authorized capital stock of this Corporation shall consist of:

- A. Twenty-five (25) shares of Common Stock with a par value of two hundred (\$200.00) per share; and
- B. Five Hundred (500) shares of Class A Preferred Stock with a par value of \$10,000 per share; and
- C. Four Thousand, Five Hundred (4,500) shares of Class B Preferred Stock with a par value of \$10,000 per share

The Stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors. Stockholders shall have no pre-emptive rights. Stockholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements or an other lawful form of agreements.

FURTHER RESOLVED, that by a Consent Without a Meeting executed on April 29, 2002, the Directors of the sole shareholder of all authorized and outstanding stock of Chase Home Mortgage Corporation of the Southeast resolved that the Consent Without a Meeting of the Board of Directors hereinabove referred to and the resolution therein set forth was approved, ratified and confirmed.

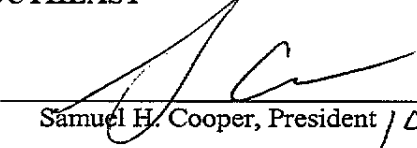
FURTHER RESOLVED, that the third article of the Articles of Incorporation of Chase Home Mortgage Corporation of the Southeast is restated in its entirety.

FURTHER RESOLVED, that this consent may be executed in two or more counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have caused this consent to be executed by its proper officers, who are thereunto duly authorized, effective this 29th day of April, 2002.

**CHASE HOME MORTGAGE CORPORATION
OF THE SOUTHEAST**

By: _____


Samuel H. Cooper, President / Dir.

ATTEST:

By: _____

Marguerite E. Sheehan, Secretary