

419724

ARTICLES OF MERGER  
Merger Sheet

-----  
MERGING:

900003151299--0

NATIONSBANC MORTGAGE CORPORATION OF GEORGIA, a Florida corporation, 419724

FIRST FLORIDA BANK OREO HOLDING COMPANY, INC., a Florida corporation, P93000027903

EMPLOYEE RELOCATION CONSULTANTS, INC., a Florida corporation, K22531

INTO

**NB HOLDINGS CORPORATION**, a Delaware entity, F97000005500

File date: February 28, 2000

Corporate Specialist: Velma Shepard