

853904

Plymouth Capital Company, Inc.

Legal Department

March 13, 1998

State of Florida
Secretary of State
Division of Corporations
P.O. Box 6327,
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 20 AM 10:36

TO: Secretary of State

From: Catherine O. Clark, Legal Administrative Assistant

RE: Plymouth Capital Company, Inc.

Please find enclosed the appropriate documents changing the name of Plymouth Capital Company, Inc. to DeGeorge Capital Corp. Plymouth Capital Company, Inc. is presently registered as a foreign corporation, and is incorporated in the State of Delaware.

Please date stamp the enclosed copy and return it in the envelope provided.

If you require any further information or documentation, please do not hesitate to contact me at (203) 699-3488.

Thank you for your kind attention to this matter.

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-03/20/98--01114--003
*****35.00 *****35.00

Please provide us with a certified copy of the name change once it has been processed. Thank you.

*N.C.
3-23-98
CC*

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

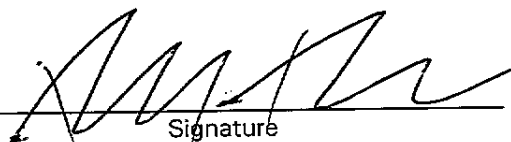
98 MAR 20 AM 10:36

1. Plymouth Capital Company, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under the laws of
3. 08/26/1982
Date authorized to do business in Florida

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? March 9, 1998
5. DeGeorge Capital Corp.
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
no change
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
no change
New Jurisdiction


Signature

Paul H. Begemann

Typed or printed name

March 10, 1998

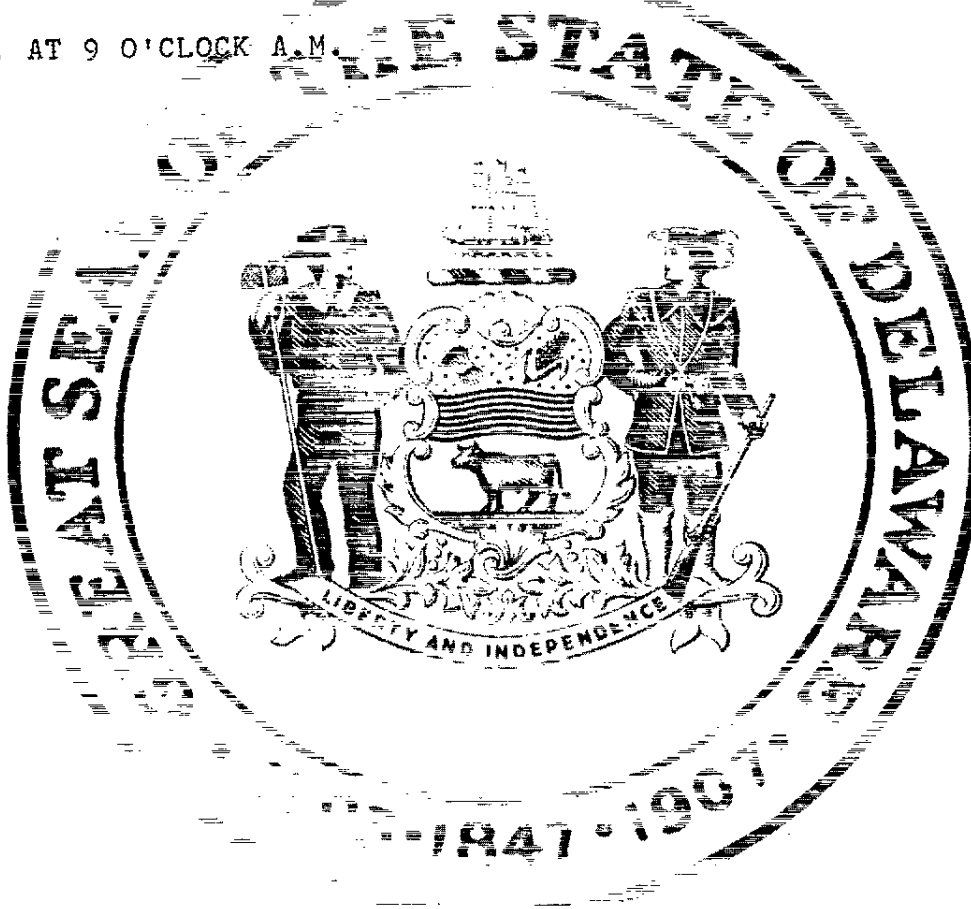
Date

Assistant Secretary

Title

*State of Delaware**Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "PLYMOUTH CAPITAL COMPANY, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "DEGEORGE CAPITAL CORP.", THE NINTH DAY OF MARCH, A.D. 1998, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

0930563 8320

AUTHENTICATION:

8962774

981091188

DATE:

03-10-98