

F 00000000/438

Florida Department of State
Division of Corporations
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Division of Corporations
Fax Number : (850) 922-4000

From:

Nery C. Toledo, Legal Assistant

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
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Fax Number : (305) 374-5095

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

STERLING FINANCIAL HOLDINGS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

19785 - 089218

Name Change

2-8-01

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FEB-08-01 11:02AM FROM-

T-583 P.02/04 F-803

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 7, 2001

STERLING FINANCIAL HOLDINGS, INC.
225 N.E. MIZNER BLVD., SUITE 400
BOCA RATON, FL 33432

SUBJECT: STERLING FINANCIAL HOLDINGS, INC.
REF: F00000001438

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

We must have a certificate from the home state of Delaware that shows both the old and new names. It must also have the date the amendment was filed in the State of Delaware.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H01000014174
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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T-864 P.02/04 F-085

(H01000014174 6)



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 5, 2001

STERLING FINANCIAL HOLDINGS, INC.
225 N.E. MIZNER BLVD., SUITE 400
BOCA RATON, FL 33432

SUBJECT: STERLING FINANCIAL HOLDINGS, INC.
REF: F00000001438

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX And. #: H01000014174
Letter Number: 901A00007030

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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)

1. STERLING FINANCIAL HOLDINGS, INC.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. March 16, 2000
Incorporated under laws of 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? January 18, 2001
5. STERLING FINANCIAL GROUP OF COMPANIES, INC.
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.
N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
New Jurisdiction

Charles P. Garcia
Signature

Charles P. Garcia
Typed or printed name

3/16/2001
Date

Chief Executive Officer
Title

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TALLAHASSEE, FLORIDA

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State of Delaware

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Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "STERLING FINANCIAL HOLDINGS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "STERLING FINANCIAL GROUP OF COMPANIES, INC.", THE EIGHTEENTH DAY OF JANUARY, A.D. 2001, AT 9 O'CLOCK A.M.

(H01000014174 6)



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3189421 8320

010061997

AUTHENTICATION: 0959947

DATE: 02-07-01