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December 18, 2001

**VIA OVERNIGHT DELIVERY**

Amendment Section  
**ATTENTION: ANNA CHESNUT**  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

200004703442--4  
-12/04/01--01016--014  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: Application to File Amendment to Application for Authorization to Transact Business -  
FirstCity Mortgage, Inc. [BJ&H File No. 1794.27]


Dear Ms. Chesnut:

On behalf of FirstCity Mortgage, Inc. I am enclosing the following documents as our Application to File Amendment to Application for Authorization to Transact Business in Florida:

- (1) One (1) original and one (1) conformed copy of the Application by a Foreign Profit Corporation to file Amendment to Application for Authorization to Transact Business in Florida;
- (2) A check in the amount of thirty-five and No/100 Dollars (\$35.00) payable to the Department of State in payment of the applicable filing fee.

Please process this filing in your normal manner. Please call me at the above-noted telephone number if you have any questions or if you need additional information.

Sincerely,

  
Timothy R. Chandler

Enclosures

cc: FirstCity Mortgage, Inc.  
Richard W. Jones, Esq.

**FILED**  
01 DEC 19 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

all  
12/19

**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. Netfirst Mortgage, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Georgia  
(Incorporated under laws of)
3. March 27, 2000  
(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? September 21, 2001

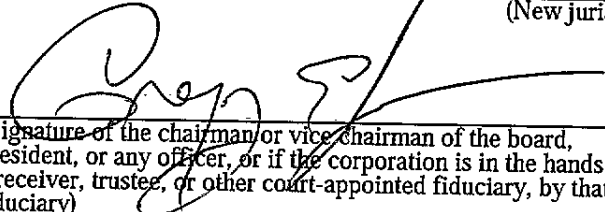
5. FirstCity Mortgage, Inc.  
(Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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)

  
(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Gregory E. Janos  
(Typed or printed name)

Exec. Vice President  
(Title)

12/14/2001  
(Date)

**FILED**  
01 DEC 19 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Secretary of State

## Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 012950775  
CONTROL NUMBER : K951982  
DATE INC/AUTH/FILED: 12/15/1999  
JURISDICTION : GEORGIA  
PRINT DATE : 10/22/2001  
FORM NUMBER : 215

BUKER JONES & HALEY PC  
TIM CHANDLER  
115 PERIMETER CENTER PL STE 170  
ATLANTA, GA 30346

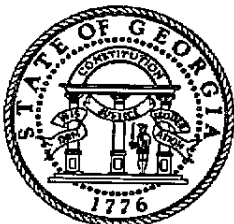
### CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

### FIRSTCITY MORTGAGE, INC. A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



Cathy Cox  
Secretary of State

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 012640681  
CONTROL NUMBER: K951982  
EFFECTIVE DATE: 09/21/2001  
REFERENCE : 0077  
PRINT DATE : 09/21/2001  
FORM NUMBER : 611

TIMOTHY R. CHANDLER  
STE 170, 115 PERIMETER CENTER  
ATLANTA, GA 303461236

**CERTIFICATE OF NAME CHANGE AMENDMENT**

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

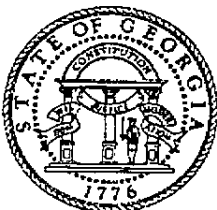
**NETFIRST MORTGAGE, INC.**  
**A DOMESTIC PROFIT CORPORATION**

has filed articles of amendment in the Office of the Secretary of State changing its name to

**FIRSTCITY MORTGAGE, INC.**

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



A handwritten signature in cursive script, reading "Cathy Cox".

Cathy Cox  
Secretary of State

02640681

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
NETFIRST MORTGAGE, INC.

I.

The name of the corporation is Netfirst Mortgage, Inc.

II.

Effective the date hereof, Article I. of the Articles of Incorporation of Netfirst Mortgage, Inc. is amended to read as follows:

The name of the Corporation is FirstCity Mortgage, Inc.

All other provisions of the Articles of Incorporation shall remain in full force and effect.

III.

The Amendment set forth herein was adopted on September 20, 2001.

IV.

This amendment was duly approved by the Shareholders in accordance with the provisions of Section 14-2-1003 of the Georgia Business Corporation Code.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed and attested by its duly authorized officers effective on the 20<sup>th</sup> day of September, 2001.

NETFIRST MORTGAGE, INC.

By:

  
W.D. Everitt, Jr., President

**CERTIFICATE REGARDING  
REQUEST FOR PUBLICATION  
OF NOTICE OF CHANGE OF CORPORATE NAME**

The undersigned, Timothy R. Chandler, attorney for Netfirst Mortgage, Inc. (the "Corporation"), a Georgia corporation, does hereby verify that a request for publication of a notice of intent to file Articles of Amendment to change the name of the Corporation to FirstCity Mortgage, Inc. and payment therefor has been made in the amount of \$40.00 as required by Section 14-2-1006.1 of the Official Code of Georgia Annotated. The request for publication of such notice was mailed or delivered to The Champion Newspaper on the 11<sup>th</sup> day of September, 2001.

IN WITNESS WHEREOF, the undersigned has set his hand and seal hereto on this the 11<sup>th</sup> day of September, 2001.

BUKER, JONES & HALEY, P.C.

By: Timothy R. Chandler  
Timothy R. Chandler, Attorney for  
Netfirst Mortgage, Inc.