

F95000005690



(714) 367-2072 BUSINESS
(714) 367-2073 FAX

LINDA BRACKEN
Vice President
Legal Counsel

Date: September 17, 1997
Address: Florida Department of State
Amendment of Corporations
P.O. Box 6327
Tallahassee, FL 32314

COLDWELL BANKER CORPORATION
27271 LAS RAMBLAS
MISSION VIEJO, CA 92691

500002302995--7
-09/25/97--01035--003
*****35.00 *****35.00

Re: COLDWELL BANKER REAL PROPERTY SERVICES CORPORATION
(a Delaware Corporation)
Corporate ID #: F95000005690

Dear Sir:

Enclosed for filing is the Application for Amended Certificate of Authority submitted on behalf of the above corporation. Also enclosed is check # 0208 for \$35.00 for the proper filing fee.

Please acknowledge receipt by date-stamping the enclosed "file copy" of this Application and returning it in the self addressed stamped envelope provided.

If you have any questions regarding this Application, please call me collect at telephone number (714) 367-2072.

Thank you for your assistance.

Sincerely,

Linda Bracken

LJB:ksd
Enclosure(s)

See
10/6

FILED
97 OCT -3 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C Amend

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)

97
FILED
OCT -3 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Coldwell Banker Real Property Services Corporation
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. November 21, 1995
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? June 16, 1997
5. HFS Mobility Real Property Services Corporation
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.
not applicable
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
not applicable
New Jurisdiction

Sladen W. Hall
Signature

September 10, 1997
Date

Sladen W. Hall
Typed or printed name

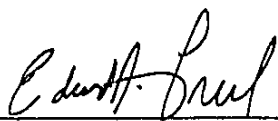
First Vice President
Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "COLDWELL BANKER REAL PROPERTY SERVICES CORPORATION", CHANGING ITS NAME FROM "COLDWELL BANKER REAL PROPERTY SERVICES CORPORATION" TO "HFS MOBILITY REAL PROPERTY SERVICES CORPORATION", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF JUNE, A.D. 1997, AT 11:45 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2546441 8100

971285437

AUTHENTICATION:

8623611

DATE:

08-26-97

CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
COLDWELL BANKER REAL PROPERTY SERVICES CORPORATION

Pursuant to Section 242 of the General
Corporation Law of the State of Delaware

Coldwell Banker Real Property Services Corporation, a Delaware corporation (hereinafter called the "Corporation"), does hereby certify as follows:

FIRST: Article I of the Corporation's Certificate of Incorporation is hereby amended to read in its entirety as set forth below:

The name of the corporation is HFS Mobility Real Property Services Corporation (hereinafter, the "Corporation").

SECOND: The foregoing amendment was duly adopted in accordance with Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be duly executed in its corporate name this 10th day of June, 1997.

COLDWELL BANKER REAL
PROPERTY SERVICES
CORPORATION

By: /s/Gary R. Del Fium
Gary R. Del Fium
Senior Vice President and
Chief Financial Officer



(714) 367-2672 BUSINESS
(714) 367-2633 FAX

LINDA BRACKEN
Vice President
Legal Counsel

COLDWELL BANKER CORPORATION
27271 LAS RAMBLAS
MISSION VIEJO, CA 92691

October 1, 1997

VIA AIRBORNE EXPRESS

Ms. Theresa Brown
FLORIDA-DIVISION OF CORPORATIONS
409 E. Gaines Street
Tallahassee, Florida 32399

RE: **COLDWELL BANKER REAL PROPERTY SERVICES CORPORATION**
(A DELAWARE CORPORATION)
CORPORATE ID: F95000005690

Dear Ms. Brown:

For your reference please find attached a copy of my letter (dated September 17, 1997).

Pursuant to your request, during our telephone conversation yesterday, please find attached an original certificate evidencing the name change of Coldwell Banker Real Property Services Corporation to HFS Mobility Real Property Services Corporation.

Thank you for your assistance.

Sincerely,

Linda Bracken

LJB:ksd
Enclosure(s)