Bocument Number Only

CT CORPORATION SYSTEM				
660 EAST JEFFERSON STREET				
Requestor's Name TALLAHASSEE, FL	32301			
Address				
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City State Zip) Phone		-04/01/970 *****35.00	*****35.00
CORPOR	RATION(S) NAME		17.17 9	
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F5 N	Residential F	indings	Inc. 3	- Caren
			, in -c	
Changed to	: Morcap.	Inc.		
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()NonProfit () Limited Liability	70		() Merger	
() Foreign		on/Withdrawai	() Mark	
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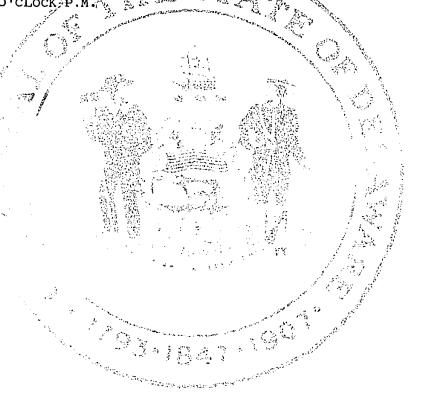
APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

	97 A
	1917 - 1918 1917 - 1919 1918 - 1919
SECTION I (1-3 must be completed)	ြို့ မှ 遭
1. FB Residential Funding Corp. Name of corporation as it appears within the records of the	a Department of State
	e boparone in a tiple.
2. Incorporated under laws of: polanero	
3. Date authorized to do business in Florida: Apxil 18, 1996	
SECTION II (4-7 complete only the applicable change	S)
4. If the amendment changes the name of the corporation, effected under the laws of its jurisdiction of incorporation?	when was the change
Jamery 2, 1997	
Name of corporation after the amendment, adding suffix "corporated," or appropriate abbreviation, if not contained in new	rporation," "company," "in r name of the corporation
Morcan, Inc.	
6. If the amendment changes the period of duration, indicate nev	w period of duration.
Mo Change	
7. If the amendment changes the jurisdiction of incorporation, in	dicate new jurisdiction.
A	
Thrace Zommerman 3-2	7-96
Signature L ZEMMERMAN Name and Title SENIOR VP	Date

PAGE 1

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 "FS RESIDENTIAL
FUNDING CORP.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS
NAME TO "MORCAP, INC.", THE SECOND DAY OF JANUARY, A.D. 1997, AT



The same of the sa

Edward J. Freel, Secretary of State

AUTHENTICATION:

8396509

971102520

2450264 8320

DATE:

03-31-97