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July 30, 1997

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***35.00 ***35.00

State of Florida
Department of Banking and Finance
State Capitol Building
Tallahassee, FL 32399-0350

RE: BROKERS FUNDING SERVICES CO
CHANGE OF BRANCH LOCATION

Dear Sir/Madam:

Enclose herewith please find application for change of branch location, existing branch license and filing fee of \$35.00.

Would you kindly issue new branch location in accordance with application at your earliest convenience.

Very truly yours,

PARDES AND PARDES

By:  Richard S. Pardes

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 AUG 12 AM 10:23

RECEIVED
COMPTROLLER'S OFFICE
97 AUG -5 AM 9:04
CASHIER'S OFFICE

Forwarded a copy
of letter &
Licenses to Banking
& Finance-

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Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of New York submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Brokers Funding Services Co.

2. The mailing address of the corporation is: 150 White Plains Road
Tarrytown, N.Y. 10591

3. Date of incorporation/qualification: June 11, 1980 Document number: _____

4. The name and address of the current registered agent and office:

Murray Berns
1 Florida Park Dr., S., #110
Palm Coast, FL 32137

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Murray Berns
228 South Beach Street
Daytona Beach, FL 32114-4404

FILED STATE
SECRETARY OF CORPORATIONS
97 AUG 12 AM 10:23

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Richard S. Pardes July 29, 1997
(Signature of an officer, chairman or vice chairman of the board) (Date)

Richard S. Pardes - Chairman
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Murray Berns
(Signature of Registered Agent)

July 29, 1997
(Date)

If signing on behalf of an entity:

Murray Berns
(Typed or Printed Name)

Registered Office and Registered Agent
(Capacity)