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C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

CORPORATION(S) NAME

WMF Washington Mortgage Corp.
 Changing name to: Prudential Multifamily Mortgage, Inc.

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
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LAURA EARNEST

N.C.
 G. COULLETTE AUG 0 4 2000

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

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TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

- 1. WMF Washington Mortgage Corp.
Name of corporation as it appears within the records of the Department of State.

- 2. Incorporated under laws of: Delaware

- 3. Date authorized to do business in Florida: July 28, 1997

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 30, 2000

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Prudential Multifamily Mortgage, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Clarke B. Welburn
Signature
Name and Title

August 1, 2000
Date

Clarke B. Welburn, Executive Vice President

XIX. Officer and Director Information

**Prudential Multifamily Mortgage, Inc.
(Formerly known as WMF Washington Mortgage Corp.)**

Shekar Narasimhan, Chairman and Chief Executive Officer

Home: 2502 Sandurg Street
Dunn Loring VA 22027
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

David Twardock, President

Home: 90 Whittredge Road
Summit, NJ 07901
Office: 100 Mulberry Street
Four Gateway Center
Newark, NJ 07102

James McCarthy, Chief Financial Officer, Assistant Treasurer, Assistant Secretary

Home: 45 Waverly Place
Monmouth Junction, New Jersey 08852
Office: 100 Mulberry Street
Four Gateway Center
Newark, NJ 07102

Harry Mixon, Corporate Secretary

Home: 2559 Carisbrook Drive
Oakland, California 94611
Office: Four Embarcadero Center, Suite 2700
San Francisco, CA 94111

Michael Jameson, Executive Vice President

Home: 1714 Oro Valley Circle
Walnut Creek, CA 94596
Office: Four Embarcadero Center, Suite 2700
San Francisco, CA 94111

Robert Fitts, Executive Vice President

Home: 71 Broadway #2-1
New York, NY 10006
Office: Four Embarcadero Center, Suite 2700
San Francisco, CA 94111

Ann A. Hambly, Executive Vice President of National Asset Management

Home: 605 Blair Ct
Southlake, TX 76092
Office: 220 Ross Avenue
Dallas, TX 75201

Mitchell D. Clarfield, Executive Vice President, Advisory Services

Home: 22008 Pacific Coast
Malibu, CA 90265
Office: 11755 Wilshire Blvd. 19th Floor
Los Angeles, CA 90025

Prudential Multifamily Mortgage, Inc.
(Formerly known as WMF Washington Mortgage Corp.)
(Continued)

James L. Clouser, Executive Vice President, FHA Business

Home: 752 Norman Place
Westfield, NJ 07090
Office: 379 Thornall Street, 10th Floor
Edison, NJ 08837

Joan C. May, Executive Vice President and Chief Underwriter, Multifamily

Home: 11312 Kenilworth Ave
Garrett Park, MD 20896
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Douglas J. Moritz, Executive Vice President, and CEO, Multifamily Business Unit

Home: 5309 Manor Lake Court
Rockville, MD 20853
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Clarke B. Welburn, Executive Vice President, Risk Management

Home: 9611 Tackroom Lane
Great Falls, VA 22066
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Elizabeth Whitbred-Snyder, Executive Vice President

Home: 3405 Arnold Lane
Falls Church, VA 22042
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Douglas Dear, Senior Vice President

Home: 530 Springvale Road
Great Falls, VA 22066
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Angelo Dentamaro, Senior Vice President/Managing Director, Retail Sales

Home: 1524 Lincoln Way #335
McLean, VA 22102
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Jose A. Perez, Group Vice President, Chief of National Asset Management

Home: 115 Constitution Way
Basking Ridge, NJ 07920
Office: 379 Thornall Street, 10th Floor
Edison, NJ 08837

Sharon Schneeman, Group Vice President and Controller

Home: 19414 SandyLake Drive
Gaithersburg, MD 20879
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Prudential Multifamily Mortgage, Inc.
(Formerly known as WMF Washington Mortgage Corp.)
(Continued)

James W. Harrison, Vice President of External Reporting and Assistant Secretary

Home: 2003 Blue Ridge Court
Herdon VA 20170

Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Paul Aanonsen, Vice President/ Loan Officer

Home: 3422 Q Street, NW
Washington, DC 20007

Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

John Cibinic, Vice President, Business Planning

Home: 1415 South Edgewood #458
Arlington, VA 22204

Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Laura Eckhardt, Vice President/Managing Director, Structured Finance

Home: 308 Moorefield Road South
Vienna, VA 22180

Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Paul Fearey, Vice President/Loan Officer

Home: 1508 Twisting Tree Lane
McLean, VA 22101

Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Marion S. Green (Dillar), Vice President, Asset Management

Home: 11802 Lakegrove Bend
Tomball, TX 77375

Office: 19 Briar Hollow Lane, Suite 200
Houston, TX 77027

Margaret Griffith, Vice President/Loan Officer

Home: 859 Warner Ave.
Los Angeles, CA 90024

Office: 11755 Wilshire Blvd. 19th Floor
Los Angeles, CA 90025

Frank Guzikowski, Vice President

Home: 10712 Lockland Road
Potomac, MD 20854

Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Thomas Holt, Vice President, Mortgage Accounting

Home: 34 Madison Ave
Kearney, NJ 07032

Office: 379 Thornall Street, 10th Floor
Edison, NJ 08837

Prudential Multifamily Mortgage, Inc.
(Formerly known as WMF Washington Mortgage Corp.)
(Continued)

Linda Jones, Vice President/Division Manager, Asset Management
Home: 3421 Mt. Vernon
Houston, TX 77006
Office: 19 Briar Hollow Lane, Suite 200
Houston, TX 77027

Murray Kipnis, Vice President, FHA
Home: 36 Seward Drive
Wayside, NJ 07712
Office: 379 Thornall Street, 10th Floor
Edison, NJ 08837

Patricia Moore, Group Vice President, Operations
Home: 6727 Dorothy Giles Court
Alexandria, VA 22315
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

J. Rodman Myers, Vice President/Loan Officer
Home: 1729 Q Street NW
Washington, DC 20009
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Monica Newman, Vice President, FHA
Home: 4 Ruppert Drive
Somerset, NJ 08873
Office: 379 Thornall Street, 10th Floor
Edison, NJ 08837

Thomas Ruffin, Vice President/Manager, Master Servicing and Special Servicing
Home: 235 Grenta Green Ct.
Alexandria, VA 22034
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Frank Satterfield, Vice President/Loan Officer
Home: 5414 Rose Stree
Houston, TX 77007
Office: 19 Briar Hollow Lane, Suite 200
Houston, TX 77027

Robert J. Schweitzer, Vice President/Managing Director
Home: 4000 Shepherdleas Lane
Charlotte, NC 28277
Office: 7810 Ballantyne Commons Parkway, Suite 329
Charlotte, NC 28277

Sharon D. Singleton, Vice President – Closing Officer
Home: 7910 Chris Thomas Lane #302
Annandale, VA 22033
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

Prudential Multifamily Mortgage, Inc.
(Formerly known as WMF Washington Mortgage Corp.)
(Continued)

Amir Tahami, Vice President, Software Engineering

Home: 2624 Clarendon Blvd
Arlington, VA 22201
Office: 1593 Spring Hill Road Suite 400
Vienna, VA 22182

C. Edward Chaplin, Treasurer

Home: 17 Ridge Road
Summit, NJ 07901
Office: 751 Broad Street, 6th Floor
Newark, NJ 07102

Timothy C. Fetten, Assistant Treasurer

Home: 316 Philadelphia Blvd.
Sea Grit, NJ 08750
Office: 751 Broad Street, 6th Floor
Newark, NJ 07102

Kathleen C. Hoffman, Assistant Treasurer

Home: 41 Edgewood Road
Chatham, New Jersey 07928
Office: 751 Broad Street, 6th Floor
Newark, NJ 07102

Laura J. Delaney, Assistant Treasurer

Home: 33 Bubenko Drive
Garnerville, NY 10923
Office: 751 Broad Street, 6th Floor
Newark, NJ 07102

Bob Szuhany, Assistant Treasurer

Home: 33 Walter Street
Bloomfield, NJ 07003
Office: 751 Broad Street, 6th Floor
Newark, NJ 07102

Dominic Fiore, Assistant Treasurer

Home: 39-07 211th Street
Bayside, NY 11361
Office: 751 Broad Street, 6th Floor
Newark, NJ 07102

Sandra Their, Vice President

Home: 25 Archgate Road
Basking Ridge, NJ 07920
Office: 379 Thornall Street, 10th Floor
Edison, NJ 08837

Donald Tripp, Vice President/Manager, Agency-CMBS Asset Management

Home: 44 Orchard Street
Pleasantville, NY 10570
Office: 379 Thornall Street, 10th Floor
Edison, NJ 08837

Prudential Multifamily Mortgage, Inc.
(Formerly known as WMF Washington Mortgage Corp.)
(Continued)

Jonathon Watts, Vice President, Network Engineering

Home: 1471 E.W. Shady Side

Shady Side, MD 20764

Office: 1593 Spring Hill Road Suite 400

Vienna, VA 22182

**In case the specific purpose for needed for
Prudential Multifamily Mortgage, Inc.**

It is as follows:

Prudential Multifamily mortgage, Inc. is the multifamily and commercial banking arm of Prudential Mortgage Capital Holdings Corporation. The company originates and services a full line of conventional multifamily and commercial loans and is one of the largest Fannie Mae lenders and issuers of Government Sponsored Enterprise securities.

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 THAT THE SAID "WMF WASHINGTON MORTGAGE CORP.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PRUDENTIAL MULTIFAMILY MORTGAGE, INC.", THE THIRTIETH DAY OF JUNE, A.D. 2000, AT 4:30 O'CLOCK P.M. - -



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2242969 8320

001388343

AUTHENTICATION: 0594270

DATE: 08-01-00