

F98000000539

MELAM & HOWARD, P.A.

50 N. LAURA STREET  
SUITE 2900  
JACKSONVILLE, FLORIDA 32202  
PHONE (904) 357-3660 FAX (904) 357-3661

CLERK OF COURT  
TALLAHASSEE, FLORIDA

02 SEP 20 PM 3:41

FILED

G. Alan Howard

E-mail: ahoward@melamhoward.com

September 19, 2002

**VIA FEDERAL EXPRESS**

Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

000007901390-- 0  
-09/20/02--01069--006  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: HomeSide Mortgage Securities, Inc.

To Whom It May Concern:

Please find enclosed the following:

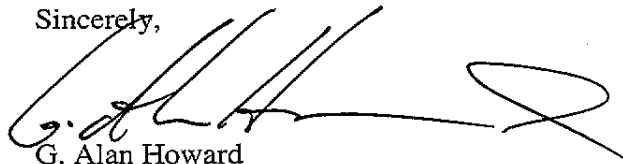
1. Transmittal Letter;
2. Original Application by Foreign Corporation to File Amendment to Application for Authorization to Transact Business in Florida changing the name from HomeSide Mortgage Securities, Inc. to National Mortgage Securities, Inc.;
3. Original Certificate from the State of Delaware evidencing filing of the name change; and
4. Check in the amount of \$43.75 for the filing fee and return of a certified copy of the Amendment.

Also, please update the Principal Address and Mailing Address of this corporation to:

8659 Baypine Road  
Suite 300  
Jacksonville, FL 32256

Thank you in advance for your assistance. Please call me if you have any questions.

Sincerely,



G. Alan Howard

Enclosures

PS 9/20/02  
NE

## TRANSMITTAL LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** HomeSide Mortgage Securities, Inc.  
(Name of corporation)

**DOCUMENT NUMBER:** F98000000539

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

G. Alan Howard, Esq.  
(Name of person)

Milam & Howard, P.A.  
(Name of firm/company)

50 N. Laura Street, Suite 2900  
(Address)

Jacksonville, FL 32202  
(City/state and zip code)

For further information concerning this matter, please call:

G. Alan Howard, Esq. at ( 904 ) 357-3660  
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- |                                             |                                                                        |                                                                                                                |                                                                                                                               |
|---------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(Additional copy is<br>enclosed) |
|---------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------|

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**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)**

F98000000539

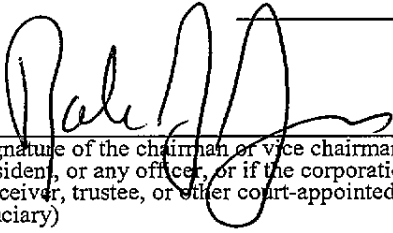
(Document number of corporation (if known))

**FILED**  
02 SEP 20 PM 3:44  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

1. HomeSide Mortgage Securities, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 1/29/98  
(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? 3/1/02
5. National Mortgage Securities, 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)

Robert J. Jacobs

(Typed or printed name)

September 19, 2002

(Date)

Vice President

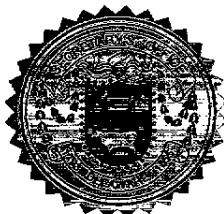
(Title)

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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 "HOMESIDE MORTGAGE SECURITIES, INC.", CHANGING ITS NAME FROM "HOMESIDE MORTGAGE SECURITIES, INC." TO "NATIONAL MORTGAGE SECURITIES, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH, A.D. 2002, AT 2:30 O'CLOCK P.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2199806 8100

020581673

AUTHENTICATION: 1989769

DATE: 09-18-02

MAR-01-2002 FRI 01:59 PM MILAM & HOWARD, P.A.

FAX NO. 9042612808  
STATE OF DELAWARE  
SECRETARY OF STATE  
DEPARTMENT OF CORPORATIONS P. 08  
FILED 02:30 PM 03/01/2002  
020141596 - 2199806

**CERTIFICATE of AMENDMENT of  
CERTIFICATE of INCORPORATION of  
HOMESIDE MORTGAGE SECURITIES, INC.**

HomeSide Mortgage Securities, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

**First:** The amendment to the Corporation's Certificate of Incorporation set forth in the following resolution, was approved by the Corporation's Board of Directors, declaring said amendment to be advisable and calling for a vote of the sole shareholder of the Corporation for consideration thereof, and thereafter approved by the Corporation's sole shareholder, all in accordance with the provisions of Sections 141, 228 and 242(b)(2) of the General Corporation Law of the State of Delaware. The resolution setting forth the proposed amendment is as follows:

**Resolved,** that the Certificate of Incorporation of this corporation be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"**FIRST:** The name of the corporation is National Mortgage Securities, Inc. (hereinafter referred to as the "Corporation")."

IN WITNESS WHEREOF, HomeSide Mortgage Securities, Inc. has caused this certificate to be signed by its Vice President and attested by its Assistant Secretary this 25th day of February, 2002.

**HOMESIDE MORTGAGE SECURITIES, INC.**

By: 

Robert J. Jacobs, Vice President

ATTEST:

By: 

Thomas A. Hajda  
Assistant Secretary