

**F 98000006250**

February 20, 1999

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

100002786131--8  
-02/24/99--01092--013  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Dear Sir or Madam,

Union Federal Mortgage Corporation (of New York State) has been authorized by your department to transact business in the state of Florida as Union Federal Residential Lending, Inc. The document number of this corporation is F98000006250.

We now seek to amend our authorization to operate in Florida as UnionFed, Inc. Accordingly, we have enclosed the following:

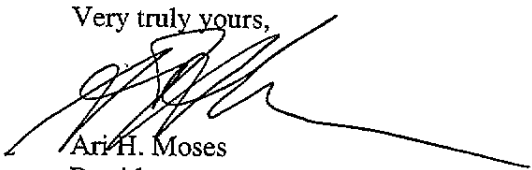
1. Application to File Amendment;
2. Filing Fee of \$35.00;
3. Certificate of Status Fee of \$8.75 and;
4. Certified Copy Fee of \$8.75.

Our return address is:

Union Federal Mortgage Corporation  
25 Smith Street  
Nanuet, NY 10954  
Attn: Ari H. Moses

Please contact me directly if you require additional information and or documentation. I can be reached at 914-624-3200 ext. 231. Thank you.

Very truly yours,

  
Ari H. Moses  
President

**FILED**  
99 MAR -8 AM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Chg. DBA NAME*  
*DRB*  
*3/3*

March 1, 1999

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399  
Attn: Karen Gibson

RE: Union Federal Mortgage Corporation transacting business in Florida as UnionFed, Inc.

Dear Karen Gibson,

I received your message yesterday and spoke with your department regarding the incorrect forms filed. We seek to amend our authorization to operate in Florida as UnionFed, Inc., instead of Union Federal Residential Lending. I have enclosed an original Corporate Resolution from the Board of Directors of Union Federal Mortgage Corporation.

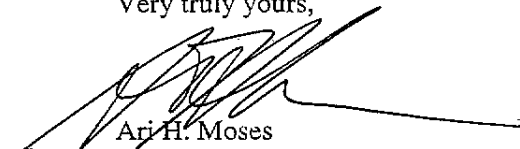
Please apply the fees paid previously (\$52.50) to this request.

Our return address is:

Union Federal Mortgage Corporation  
25 Smith Street  
Nanuet, NY 10954  
Attn: Ari H. Moses

Please contact me directly if you require additional information and or documentation. I can be reached at 914-624-3200 ext. 231. Thank you.

Very truly yours,


  
Ari H. Moses  
President

## CORPORATE RESOLUTION

### Secretary's Certification

I, Ari H. Moses, hereby certify that I am the duly elected secretary of Union Federal Mortgage Corporation (the "Corporation") and I hereby further certify that the following is a true and correct copy of a resolution duly and properly adopted by the Board of Directors of the Corporation, and that such resolution remains in full force and effect as of the date hereof.

I further certify that Ari H. Moses is authorized by the corporation to sign any and all required forms for the purposes of transacting business in the State of Florida, on behalf of the corporation.

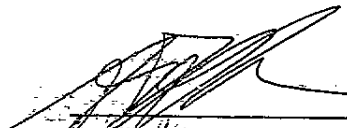
  
Ari H. Moses      3/11/99  
Secretary      Date


**RESOLVED**, that the Board of Directors of Union Federal Mortgage Corporation ("the CORPORATION") hereby authorizes the officers of the Corporation listed below to execute, on behalf of the Corporation, this one certain resolution for the purposes of Union Federal Mortgage Corporation to transact business in the State of Florida under the name UnionFed, Inc. which was presented to and discussed by the Board of Directors in connection with the adoption of this resolution; and;

**RESOLVED FURTHER**, that Union Federal Mortgage Corporation will operate in the State of Florida under the name UnionFed, Inc.; and

**RESOLVED FURTHER**, that the consummation of the transactions contemplated by the Application be and it is hereby approved.

**RESOLVED FURTHER**, that the officers listed below have been duly elected and that these officers are authorized execute the Application.

  
Ari H. Moses      3/11/99  
President      Date

  
Ari H. Moses  
Secretary

Date

FILED  
99 MAR -3 AM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA