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FILED
99 JAN 20 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 19, 1999

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

000002748320--5
-01/20/99-01092-004
*****35.00 *****35.00

Re: Paradigm Mortgage Associates, Inc.

Dear Sir:

Enclosed is the original and one copy of the Articles of Amendment to the Articles of Incorporation for Paradigm Mortgage Associates, Inc. along with our check in the amount of \$35.00 as the fee for filing the Articles of Amendment. Please file the Articles of Amendment, stamp the date of filing on the copy of the Articles and return it to our office.

Please contact our office should you have any questions concerning this matter.

Sincerely,



Ginger Cassada
Legal Assistant

Enclosures
/gc

STINGONEPARADIGM CORPORATION AOA TO SEC OF STATE

Amend.

VS JAN 27 1999

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
PARADIGM MORTGAGE ASSOCIATES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned Chairman of the Board of Directors of Paradigm Mortgage Associates, Inc., pursuant to Chapter 607 of the Florida Statutes, hereby amends the Articles of Incorporation of Paradigm Mortgage Associates, Inc. as follows:

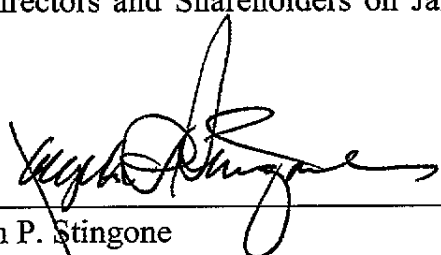
ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is Fifty Million (50,000,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$.01/100 per share.

All other provisions of the Articles of Incorporation shall remain as otherwise stated.

The Amendment was approved by the Board of Directors and Shareholders. The number of votes cast for the amendment was sufficient for approval. The Amendment was approved and adopted by the Board of Directors and Shareholders on January 18, 1999.

Signed this 18th day of January, 1999.



Joseph P. Stingone
Chairman of the Board of Directors

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 18th day of January, 1999, by Joseph P. Stingone, of Paradigm Mortgage Associates, Inc., a Florida Corporation on behalf of the Corporation. He has produced Florida Driver's License Number S352-495-36-257-0, as identification.



Notary Public, State of Florida

Notary's Seal:



Alice V. Cassada
MY COMMISSION # CC607407 EXPIRES
March 24, 2001
BONDED THRU TROY FAIN INSURANCE, INC.