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J 19135

October 10, 2001

VIA FEDERAL EXPRESS - Airbill No. 8282 0620 5521

Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32399

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-10/12/01--01022--002
*****52.50 *****52.50

Re: First Florida Mortgage and Consulting Corporation

Gentlemen:

Enclosed please find an original and one copy of an Amendment to Articles of Incorporation for the above-referenced corporation, as well as our check in the amount of \$52.50 representing the filing fee for same. Please file this Amendment with your office and return a "date stamped" copy to the undersigned in the Federal Express mailer provided.

If you have any questions regarding this matter or are unable to process for any reason, please feel free to contact me.

Sincerely,


Gregory S. Flanagan

GSF:jam
Enclosures

C:\MyFiles\Corporate\First Florida Mtg\sec of state - name change.wpd

FILED
OCT 12 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J 19135-1
NC
SPX 10-12-01
*Cert copy out
*Cert of state

AMENDMENT TO ARTICLES OF INCORPORATION
of
FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION,
a Florida Corporation

The Articles of Incorporation of FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION, approved and filed in the office of the Secretary of State, State of Florida, on the 11TH day of June, 1986, is amended as follows:

ARTICLE 1. The name of the corporation shall be:

FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION,
a Florida Corporation

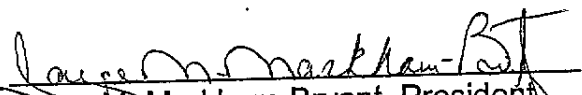
CERTIFICATE OF APPROVAL OF AMENDMENT OF
ARTICLES OF INCORPORATION
of
FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, being the President and Secretary respectively, of FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION, hereby certify that the Board of Directors of the corporation did unanimously recommend and approve, by written action in lieu of a meeting, that the Articles of Incorporation of FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION, heretofore filed and approved in the office of the Secretary of State, State of Florida, on the 11th day of June, 1986, be amended in the manner set forth above and did propose said amendment to the stockholders of the corporation, who by Written Action in Lieu of a Meeting did approve the amendment set forth above.

WE DO FURTHER CERTIFY that by unanimous consent of all shareholders entitled to vote taking written action in lieu of a meeting, the corporation did approve the foregoing amendment on the 11th day of October, 2001.

IN WITNESS WHEREOF, the President of the corporation has hereunto affixed his signature and the Secretary of the corporation has also hereunto affixed his signature and the corporate seal of the corporation this 11th day of October, 2001.


Joyce M. Markham-Bryant, President

ATTEST:


Caroline N. Gallico, Secretary

(Corporate Seal)

AFFIDAVIT FOR AMENDMENT OF ARTICLES

STATE OF FLORIDA)
COUNTY OF MARION)

I DO HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take oaths and acknowledgments, personally appeared Joyce M. Markham-Bryant as President and Caroline N. Gallico, Secretary of FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION, to me well known to be the individuals described in and who executed the attached Amendment to Articles of Incorporation, and they acknowledged before me that the matters and things contained in the Amendment are true, and they did execute the same for the purposes therein expressed.

WITNESS my hand and seal in the County and State named above this 17th day of October, 2001.

NOTARY PUBLIC

Judith A. Macolino

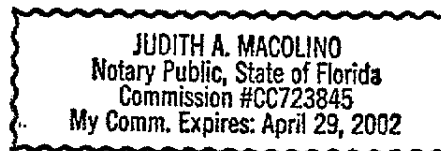
Judith A. Macolino

Personally Known: _____

Produced Identification: _____

Type of Identification: Witness Lic (Fla.)

My Commission Expires: _____



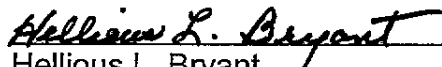
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01 OCT 22 PM 2:12
CLERK OF COUNTY OF MARION
TALLAHASSEE, FLORIDA

**WRITTEN ACTION IN LIEU OF SPECIAL
SHAREHOLDERS MEETING
of
FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION**

The undersigned, being all of the shareholders of FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION, a Florida corporation, hereby take the following written action in lieu of a special meeting of shareholders, pursuant to the terms of §607.0704, Florida Statutes:

Amendment to Articles of Incorporation: The Articles of Incorporation of the corporation shall be amended changing the name of the corporation to *FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION, INC.*

Dated: October 11th, 2001.

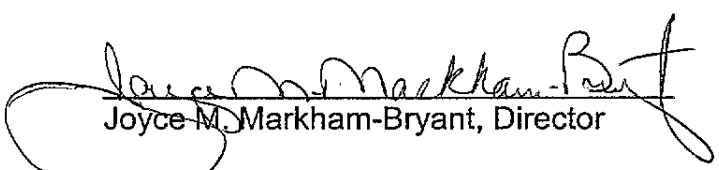

Hellious L. Bryant

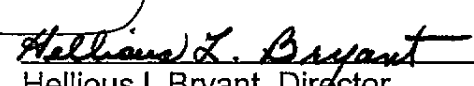
**WRITTEN ACTION IN LIEU OF SPECIAL
BOARD OF DIRECTORS MEETING
of
FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION**

The undersigned, being all of the Directors of FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION, a Florida corporation, hereby take the following written action in lieu of a special meeting of Directors, pursuant to the terms of §607.0821, Florida Statutes:

It is proposed to the stockholders of the corporation that the Articles of Incorporation be amended changing the name of the corporation to *FIRST FLORIDA MORTGAGE AND CONSULTING CORPORATION, INC.*

Dated: October 11th, 2001


Joyce M. Markham-Bryant, Director


Hellious L. Bryant, Director