

J 33658

Florida Department of State

Division of Corporations
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To: Division of Corporations
Fax Number : (850)205-0380

From: Account Name : HOMESIDE LENDING, INC.
Account Number : I20000000132
Phone : (904)281-3646
Fax Number : (904)486-7157

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 AUG -7 PM 4:15

BASIC AMENDMENT

HOMESIDE LENDING, INC.

RECEIVED
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DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

Amendment

8/7/01 Dc

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
HOMESIDE LENDING, INC.**

HomeSide Lending, Inc., pursuant to Section 607.1006, Florida Statutes, does hereby file the following Articles of Amendment and states:

- 1. That the name of the Corporation is HomeSide Lending, Inc. The corporation was assigned document number J33658.
- 2. That Article III of the Articles of Incorporation of HomeSide Lending, Inc. is hereby amended to read as follows:

**ARTICLE III
AUTHORIZED STOCK**

- 3.1 **Number and Designation.** The Corporation shall have the authority to issue Ten Thousand (10,000) shares of Common Stock, par value \$1.00 per share.
 - 3.2 **Preemptive Rights.** No holder of capital stock of the Corporation of any class shall have any preemptive right to subscribe to or purchase (i) any shares of capital stock of this Corporation, (ii) any securities convertibles into such shares, or (iii) any options, warrants or rights to purchase such shares or securities convertible into any such shares.
 - 3.3 **Voting Rights.** The holders of Common Stock shall have unlimited voting rights and are entitled to receive the net assets of the Corporation upon liquidation, dissolution or winding up of the affairs of the Corporation.
- 3. That the foregoing amendment was adopted by the Board of Directors of this Corporation on July 24, 2001, pursuant to Section 607.1006, Florida Statutes.
 - 4. That the foregoing amendment was approved and adopted by the sole shareholder of the Corporation by action dated July 24, 2001. The number of votes cast by the shareholders was sufficient for approval.

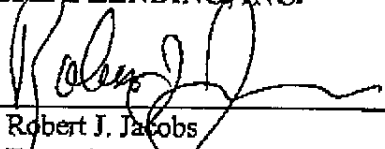
Prepared by G. Alan Howard, Esq.
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(904) 357-3660
Fla. Bar No. 0629091

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the 24th day of July 2001.

HOMESIDE LENDING, INC.

By: _____


Robert J. Jacobs
Executive Vice President, General Counsel
and Secretary