



THE UNITED STATES
CORPORATION
COMPANY

L 92450

ACCOUNT NO. : 072100000032

REFERENCE : 319346 99222A

AUTHORIZATION : *Patricia Puyat*

COST LIMIT : \$ 87.50

ORDER DATE : April 4, 1997

ORDER TIME : 11:31 AM

ORDER NO. : 319346-050

CUSTOMER NO: 99222A

CUSTOMER: Ms. Wilma Gallagher
Coggin-o'steen Investment
4306 Pablo Oaks Court

200002133822--1

Jacksonville, FL 32224

DOMESTIC AMENDMENT FILING

NAME: BAYWAY FINANCIAL
SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

Amendment
4/24/97

FILED
97 APR -4 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 APR -4 PM 12:12
DIVISION OF CORPORATION

DC

**ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION
OF
BAYWAY FINANCIAL SERVICES, INC.**

FILED
97 APR -4 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. The name of this Corporation is Bayway Financial Services, Inc.

B. Resolutions were adopted on December 2, 1996, by the shareholders of this Corporation to amend the Articles of Incorporation of this Corporation in their entirety, so that after amendment, the Articles of Incorporation read as follows:

"ARTICLE I - NAME

The name of this Corporation is Bayway Financial Services, Inc.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal place of business and mailing address of this Corporation are 4306 Pablo Oaks Court, Jacksonville, Florida 32224.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one million (1,000,000) shares of voting common stock with a par value of \$1.00 per share.

ARTICLE IV - REGISTERED AGENT AND ADDRESS

The name and address of the registered agent are Luther Coggin, 4306 Pablo Oaks Court, Jacksonville, Florida 32224.

ARTICLE V - INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI - BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present

at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VII - AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law."

There are no other amendments to the Articles of Incorporation, except as stated above.

C. The shareholders of this Corporation were entitled to vote on this amendment, and the number of votes cast for the amendment was sufficient for approval by the shareholders.

IN WITNESS WHEREOF, Bayway Financial Services, Inc. has caused these Articles of Amendment to the Articles of Incorporation to be signed in its name by its President this 11th day of January, 1997.

BAYWAY FINANCIAL SERVICES, INC.

By: Nancy D. Noble
Nancy D. Noble, President