

M 00000000 142

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

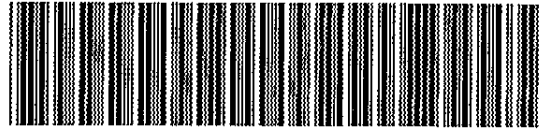
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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metrociti **MORTGAGE**

November 14, 2003

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

**RE: FLORIDA APPLICATION TO FILE AMENDMENT TO APPLICATION
FOR AUTHORIZATION TO TRANSACT BUSINESS
METROCITI MORTGAGE LLC #M00000000142**

To Whom It May Concern,

Effective December 1, 2003 Metrociti Mortgage LLC #M00000000142 will be making the following changes:

- The name of the company is hereby amended to read:
Metrocities Mortgage, LLC
- The address of the company has changed to:
15301 Ventura Blvd., D300, Sherman Oaks, CA 91403

Enclosed please find the Florida Application to File Amendment to Application for Authorization to Transact Business for Metrocities Mortgage, LLC, along with check #52209 in the amount of \$25.00 to cover all applicable fees.

If you have any questions please feel free to contact me at (818) 981-0606 ext. 3352.

Sincerely,



Jimmi Lewis
Administrative Assistant

JL:sc

Encls.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Company Headquarters:

16030 Ventura Boulevard, Fourth Floor • Encino, CA 91436-2731
Office: (818) 981-0606 • Fax: (818) 981-2953

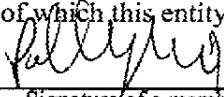
**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Metrociti Mortgage LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: Jan. 25, 2000

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? Dec. 1, 2003
5. New name of the limited liability company: Metrocities Mortgage, LLC
6. If the amendment changes the period of duration, indicate new period of duration: N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: N/A
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of a member or the authorized representative of a member

Paul W. Wylie President, Metrocities Services Corp., Managing
Typed or printed name of signee Member (a wholly owned subsidiary of Metrocities Mortgage Corp.)

Filing Fee: \$25.00

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TALLAHASSEE, FLORIDA

Delaware

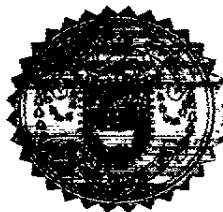
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "METROCITI MORTGAGE LLC", CHANGING ITS NAME FROM "METROCITI MORTGAGE LLC" TO "METROCITIES MORTGAGE, LLC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF NOVEMBER, A.D. 2003, AT 1:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF DECEMBER, A.D. 2003.

FILED
03 NOV 21 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2746803

2948144 8100

030727764

DATE: 11-13-03

STATE OF DELAWARE
CERTIFICATE OF SECOND AMENDMENT
OF

METROCITI MORTGAGE LLC

1. Name of Limited Liability Company: Metrociti Mortgage LLC
2. The Certificate of Formation and the Certificate of Amendment of the limited liability company is hereby amended as follows: Effective as of December 1, 2003, the Name of this limited liability company is hereby amended to read Metrocities Mortgage, LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 6th day of November, A.D. 2003.

By: *Paul W. Wylie*
Authorized Person(s)

Name: Paul W. Wylie
President, Metrocities Services Corp.
Managing Member (a wholly owned
Subsidiary of Metrocities Mortgage Corp.)

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NOV 21 PM 8:55
SECRETARY OF STATE
HASSELL FLORENCE