

M00000002159
OVATION CAPITAL **encore** FUNDING

MEMBERS OF THE
THE **encore** FINANCIAL SERVICES GROUP
NEW YORK

Via Regular Mail

M-2159

MJH

February 13, 2001

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200003746652--9
-02/22/01-01006-001
*****25.00 *****25.00


Re: Amendment to Application for Authorization to Transact Business in Florida

To Whom It May Concern:

I have enclosed for filing the completed Application By Foreign Limited Liability Company To File Amendment To Application For Authorization To Transact Business In Florida, an original Certificate of Amendment from Delaware, and a check made payable to the Department of State in the amount of \$25.00. Please update your records to reflect Singer-Encore, LLC has changed its name to Encore Funding, LLC and return the letter of acknowledgement to the address captioned above.

Thank you for your cooperation in this matter, and if you should require anything further, I can be contacted at 212/984-1480.

Sincerely yours,



Timothy Piper
Director of Administration

Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 FEB 21 PM 2:42

**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)

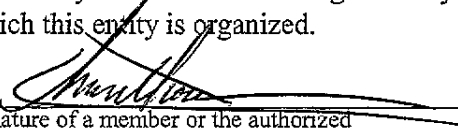
1. Name of limited liability company as it appears on the records of the Florida Department of State: Singer - Encore LLC
2. Jurisdiction of its organization: DE
3. Date authorized to do business in Florida: 10/17/00

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? 12/11/00
5. New name of the limited liability company: Encore Funding, 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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Signature of a member or the authorized representative of a member

Charles Lowe

Typed or printed name of signee.

State of Delaware

PAGE 1

Office of the Secretary of 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 "SINGER-ENCORE LLC", CHANGING ITS NAME FROM "SINGER-ENCORE LLC" TO "ENCORE FUNDING, LLC", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF DECEMBER, A.D. 2000, AT 4:30 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0941976

3300658 8100

010046304

DATE: 01-29-01

CERTIFICATE OF AMENDMENT

OF

SINGER-ENCORE, LLC

1. The name of the limited liability company is Singer-Encore, LLC.
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The new name of the limited liability company shall be ENCORE
FUNDING, LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment
of Singer-Encore, LLC this 11th day of December, 2000.



Manager Robin Shapiro