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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT CORPORATION

February 20, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

FILED
03 FEB 20 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 5789620 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

HPSC Gloucester Funding 2002-1 LLC II (DE)
New Name: HPSC Gloucester Funding 2003-1 LLC 1
Evidence of Amendment
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at
(850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**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: HPSC GLOUCESTER FUNDING 2002-1 LLC I
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 12/09/2002

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TALLAHASSEE FLORIDA

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? 2/13/03
5. New name of the limited liability company: HPSC GLOUCESTER FUNDING 2003-1 LLC I
6. If the amendment changes the period of duration, indicate new period of duration: _____
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: _____
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
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.

Richard L Kenney HPSC LLC
Signature of a member or the authorized
representative of a member

Richard L Kenney Asst Secretary
Typed or printed name of signee

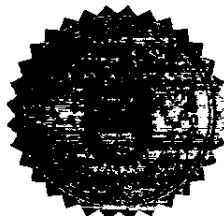
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HPSC GLOUCESTER FUNDING 2002-1 LLC I", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "HPSC GLOUCESTER FUNDING 2003-1 LLC I", THE THIRTEENTH DAY OF FEBRUARY, A.D. 2003, AT 5 O'CLOCK P.M.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3586929 8320

AUTHENTICATION: 2260375

030099030

DATE: 02-14-03