P00000099791

CONTINENTAL MORTGAGE CAPITAL INC.

Commercial Mortgage Underwriters

FILED

02 JUN 14 PM 4:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06/06/02

Department of State
Attn: Amendment Section

RE: CONTINENTAL MORTGAGE CAPITAL INC
DOC # P00000099791

Dear Dept of State,

500005767045--2
-06/14/02--01036--013
*****87.50 *****87.50

Please note the two enclosed documents:

1. Incorporation Amendment with certified copy requested
   $35 plus $8.75

2. Officer resignation form with certified copy requested
   $35 plus $8.75

500005767045--2
-06/14/02--01036--013
*****87.50 *****43.75

Total due: $35 + $8.75 + $35 + $8.75 = $87.50

Certified copies should be sent to:

Continental Mortgage Capital Inc
2141 N University Drive #220
Coral Springs, FL 33071

Feel free to contact me if you have any questions: (954) 603-0420

Thank you,

Dr. Mitchell Holland

Mitchell Holland
Executive Director

*2141 N University Dr. #220, Coral Springs, FL 33071 * (954) 603-0420 * Fax: (954) 827-0780*

PS 6/17/02
AMEND

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

02 JUN 14 PM 4:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Continental Mortgage Capital, Inc.
(present name)

P00000099791
(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Resolved, the resignation of Richard Milford, former President is hereby accepted and will take place effective immediately.

Resolved, that the 100 shares of stock issued to Richard Milford, certificate 100 have been sold to Mitchell Holland for $10.00 cash and are accepted as transferred in ownership as of today.

Resolved, that Richard Milford no longer has any responsibilities or liabilities to the company from this day forth.

OFFICIAL CORPORATE SEAL
CONTINENTAL MORTGAGE CAPITAL, INC.
FLORIDA 2000 5/3/02

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: May 3rd, 2002.

FOURTH: Adoption of Amendment(s) **(CHECK ONE)**

- [x] The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

- [ ] The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

  "The number of votes cast for the amendment(s) was/were sufficient for approval by ________________."
  (voting group)

- [ ] The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

- [ ] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 3 day of May, 2002.

Signature [signature] Director

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

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OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Mitchell Holland
(Typed or printed name)

Director
(Title)