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Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

HOMEWARD MORTGAGE COMPANY

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FAX AUDIT NO. H01-70972

UNIVERSAL AMERICAN MORTGAGE COMPANY

730 N.W. 107th Avenue, Suite 400
Miami, Florida 33172

June 1, 2001

Secretary of State
State of Florida
409 East Gaines Street
Tallahassee, Florida 32301

Ladies and Gentlemen:

The undersigned hereby consents to the change of the legal name of Homeward Mortgage Company, a Florida corporation (the "Corporation"), to U.S. Home Mortgage Corporation (the "New Name"), and to the use by the Corporation of such New Name within the State of Florida.

Very truly yours,

UNIVERSAL AMERICAN MORTGAGE COMPANY,
a Florida corporation, successor by merger
to U.S. Home Mortgage Corporation, a Florida
corporation

By: 

Nancy Kaminsky,
Executive Vice President

FAX AUDIT NO. H01-70972

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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
HOMEWARD MORTGAGE COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

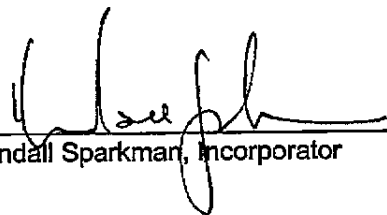
The undersigned, Kendall Sparkman, being the sole incorporator of HOMEWARD MORTGAGE COMPANY, a Florida corporation (the "Corporation"), incorporated on February 1, 2001, under Document No. P01000011882, does hereby certify, attest and serve notice, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, that Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"ARTICLE I - NAME

The name of this corporation is U.S. HOME MORTGAGE CORPORATION."

Such amendment of the Articles of Incorporation of the Corporation has been duly and approved, authorized and directed by the incorporator of the Corporation by Written Consent thereto dated as of June 1, 2001. Shareholder approval was not required for such amendment as none of the shares of the common stock, \$1.00 par value, of the Corporation have been issued to date, and action by the Board of Directors of the Corporation was not required for the adoption of said amendment as the initial directors of the Corporation have yet to be elected. All other provisions of the Articles of Incorporation of the Corporation shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand as incorporator on behalf of the Corporation as of the 4th day of June, 2001.


Kendall Sparkman, Incorporator

Fax Audit No. H01-70972