

LAW OFFICES OF
KODSI & EISENSTEIN, P.A.

ONE CYPRESS PLACE
701 WEST CYPRESS CREEK ROAD, SUITE 302
FORT LAUDERDALE, FLORIDA 33309

ISAAC KODSI, ESQUIRE
NEIL EISENSTEIN, ESQ.

TELEPHONE: (954) 771-8277
FACSIMILE: (954) 771-4676
WWW.KELAWFIRM.COM

PO1000016320

November 6th, 2001

Department of State
Department of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Nationwide Mortgage Lenders Corporation

Please find enclosed payment in the amount of \$35.00 payable to the Secretary of State for filing fees for the enclosed amendment.

Should you have any questions please call.

Sincerely,



Martin Werner, Esq.

200004672272--2

11/08/01-01889-011
*****35.00 *****35.00

FILED STATE
SECRETARY OF CORPORATIONS
01 NOV -8 AM 10:20

Amend.

V SHEPARD NOV 15 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NATIONWIDE MORTGAGE LENDERS CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 NOV -8 AM 10:21

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.

That pursuant to the Separation and Settlement Agreement as between Steven Tacher and John D'Amato dated November 1, 2001, Steven Tacher has resigned as Director and Officer of Nationwide Mortgage Lenders Corporation.

That therefore Article V of Nationwide Mortgage Lenders Corporation shall be amended to read:

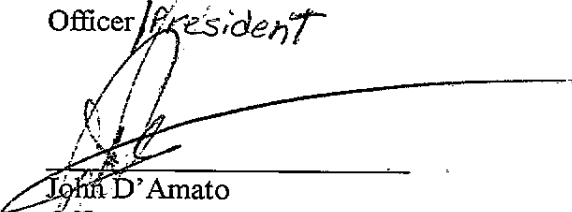
John D'Amato as Director, President.

Steven Tacher is deleted as Director, President .

Adoption of this Amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 2 day of November , 2001.


Steven Tacher
Officer / President


John D'Amato
Officer