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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. C.

C. Ooullatte JUL 08 2003

GARY E. WILLIAMS
2733 VIA CIPRIANI
CLEARWATER, FL. 33764

June 23, 2003

Division of Corporations
Amendment section
PO Box 6327
Tallahassee, Fl 32314

RE: Berry Capital, Inc.

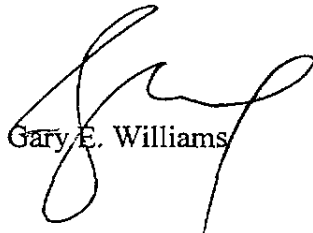
Please find enclosed the original Article of Amendment to the Articles of Incorporation for the above referenced corporation.

Please file same and send to me, at the above address, one certified copy of the Amendment.

I have enclosed the sum of \$43.75 to cover the filing fee and the certified copy fee.

If you have any questions, or need any additional information, please contact me directly at 813-765-3056.

Thanks.


Gary E. Williams

Articles of Amendment
To
Articles of Incorporation
For
Berry Capital, Inc.

*Pursuant to the provisions of §607.1006, Florida Statutes, **Berry Capital, Inc.**, a Florida profit corporation does hereby adopt the following Article of Amendment to its Articles of Incorporation:*

Upon motion duly made, seconded and unanimously approved, it was

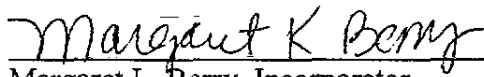
RESOLVED, that the name of the corporation is hereby changed to:

MB Funding, Inc.

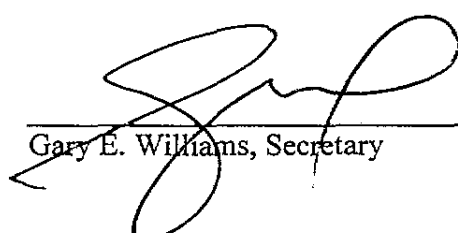
effective the 20th day of June, 2003.

The amendment was approved this date by the initial incorporators of the corporation and by all of the shareholders and by the Board of Directors of the Berry Capital, Inc.

Date: June 20, 2003


Margaret L. Berry, Incorporator
Chair of the BOD
President

I, Gary E. Williams, the Secretary of the Board of Directors and for Berry Capital, Inc. do hereby certify that on this date the above corporation resolution was duly and properly adopted by the corporation and that Margaret L. Berry did hereto affix her hand and seal.


Gary E. Williams, Secretary

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