

P30014



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 160426 4328279

AUTHORIZATION : Patricia Pizutto

COST LIMIT : \$ 35.00

ORDER DATE : March 8, 1999

ORDER TIME : 10:49 AM

ORDER NO. : 160426-040

CUSTOMER NO: 4328279

100002821951--6

CUSTOMER: Ms. Helen Kujawa
Marine Midland Bank
One Marine Midland Center
27th Floor
Buffalo, NY 14203-2827

FOREIGN FILINGS

NAME: MARINE MIDLAND MORTGAGE
CORPORATION

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

See 3/29

FILED
99 MAR 29 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAR 29 PM 12:12
DIVISION OF CORPORATION

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

99
MAR 29 PM 3:31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Marine Midland Mortgage Corporation
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under laws of
3. 6-29-90
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? Filed March 4, 1999, effective March 29, 1999
5. HSBC Mortgage Corporation (USA)
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- No change
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- No change
New Jurisdiction

Connie M. Reinhardt
Signature

March 22, 1999
Date

Connie M. Reinhardt
Typed or printed name

Vice President
Title

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "MARINE MIDLAND MORTGAGE CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "HSBC MORTGAGE CORPORATION (USA)", THE FOURTH DAY OF MARCH, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-NINTH DAY OF MARCH, A.D. 1999.

2059299 8320

991096453

9624107

03-12-99



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: