P93000007936

Florida Department of State Division of Corporations Amendment Section Post Office Box 6327 Tallahassee, Florida 32314



To Whom It May Concern:

Enclosed please find the filing fee of thirty five dollars (\$35.00) for the requested amendment to our articles of incorporation, as well as an amendment with the required original signature.

A certified letter (US Postal Service – Z 019 209 855), postmarked December 15, with this same amendment request was forwarded to your office **without** the filing fee. Please be aware that the amendment enclosed is a duplicate of the previous and has an original signature. Our apologies for the mistake.

Thank you in advance for the expeditious manner in which this amendment will be filed.

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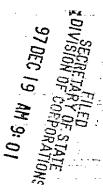
Sincerely,

Michael J. Koopman

President

2916 1ST AVE. N. ST. PETERSBURG FLORIDA 33713

N.C. 12-30-97



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

	ZENITH	MORTGAGE,	INC.	
•				
	(I	oresent name)		

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)

ARTICLE I NAME

The name of the corporation shall be:

ZENITH FINANCIAL SERVICES, INC.

SECRETARY OF STATE DIVISION OF CORPORATIONS

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: December 15, 1997
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
3	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
C	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 byvoting group"
Ü	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.
Sionatur	Signed this
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR .
	(By an incorporator if adopted by the incorporators)
	Michael J. Koopman Typed or printed name
	President
	Title