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A Licensed Mortgage Lender

August 6, 1999

FILED
99 AUG 13 PM 6:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Amendment To Articles of Incorporation

To Whom It May Concern:

Enclosed please find the Officer Resignation, Amendment to Articles of Incorporation and fee.

If you have any questions, please feel free to call me.

Sincerely,


Isabel Roman

Operations Manager

800002959118--9
-08/13/99-01052--008
*****35.00 *****35.00

Amend

V. SHEPARD AUG 20 1999



EQUAL HOUSING
LENDER

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MONEYLAND MORTGAGE CORPORATION

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:

ARTICLE X

RESOLVED, that the following person was elected as officer of the corporation to serve for one year or until their successors are elected and qualified. The annual salary of each officer was fixed at the amount appearing in each person's employment agreement.

Isabel Roman

Vice President

Operations Manager-Orlando

Replaces:

Deborah L. Denton

Vice President

Operations Manager-Orlando

RESOLVED, that Isabel Roman is hereby authorized and empowered to take all such steps and do all such acts and things as may be necessary and proper to carry out the business for which this company was incorporated.

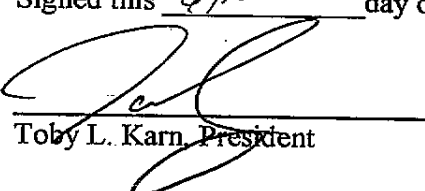
SECOND:

This Amendment was adopted effective August 6, 1999.

THIRD:

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

Signed this 6th day of August, 1999


Toby L. Karn, President