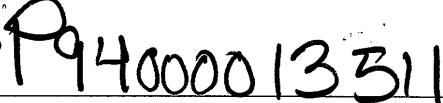


13575 - 58th Street N.

Clearwater, Florida 33760 Phone: (813) 538-7731

Fax: (813) 538-4273



November 23, 1998

Division of Corporations Amendment Section PO Box 6327 Tallahassee, FL 32314

Dear Sir or Ma'am:

Please amend the Articles of Incorporation as stated in the enclosed amendment form. Enclosed is a check for the following:

Filing fee:

\$35.00

Certified copy of Amendment:

\$8.75

Certificate of Status:

\$8.75

Total:

\$52.50

Please send the documents to:

800002697858---7 -11/30/98--01106--010

13575 58th Street N. Suite 128

Clearwater, FL 33760

Thank you.

Sincerely,

Jude Cerniglia

Operations Manager

NC CRJ14



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 8, 1998

JUDE CERNIGLIA MONTHLY INCOME PROPERTIES 13575 58TH STREET NORTH, SUITE 128 CLEARWATER, FL 33760

SUBJECT: MONTHLY INCOME PROPERTIES, INC.

Ref. Number: P94000013511

We have received your document for MONTHLY INCOME PROPERTIES, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 698A00057946

pac. 4/14/98

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

MONTHLY INCOME PROPERTIES, INC.

(present 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)

Please change the name of our company to the following:

ARTICLE I -

The name of the Corporation is "Equity-Trust-Corporation of Florida:

"Equity Trust Corporation of America."

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:

98 DEC 14 PM 4: 14
SECRETARY OF STAIL

THIRD: The date of each amendment's adoption: November 23, 1998

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

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 by
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
. 0	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
S	igned this day of, 19
Signaturé	(By the 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)	
	SAMES PURIODE Typed or printed name
	PRIZSIDEM Title