

P94000056713

Law Offices  
ROWE and ROWE, P.A.  
9471 Baymeadows Road, Suite 203  
Jacksonville, Florida 32256

Robert L. Rowe, Jr.  
R. Lee Rowe, III

Telephone (904) 730-2070  
Facsimile (904) 730-2618

December 18, 1997

Florida Department of State  
Division of Corporations  
409 East Gaines  
Tallahassee, Florida 32399

RE: Mortgage Funding Services/USA, Inc.  
Your File Number P94000056713  
Our File Number 3893

700002377847--8  
-12/19/97-01075-011  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Gentlemen:

Enclosed is an original and copy of Amendment to the Articles of Incorporation of this corporation.

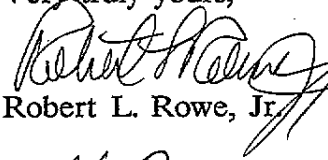
Please file the Amendment, certify and return the copy to our office as soon as possible.

A check for \$87.50 is also enclosed to cover the \$35.00 filing fee and \$52.50 fee for certified copy of the Amendment to the Articles of Incorporation.

It is critical that we know immediately when this Amendment has been filed. Please call us collect or fax advice to our office when it has been filed.

If there are any problems, please call our office collect for instructions to complete the filing.

Very truly yours,

  
Robert L. Rowe, Jr.

N.C.

12-30-97  
CC

RR:ce  
Enclosures  
Fed Ex No. 2897653986

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 19 AM 11:54

**AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MORTGAGE FUNDING SERVICES/USA, INC.**

Article I of the Articles of Incorporation of Mortgage Funding Services/USA, Inc., filed August 1, 1994 is amended to read as follows:

**"ARTICLE I. NAME**

**The name of this Corporation is Watson Mortgage Corp.**

The foregoing amendment was unanimously adopted by written consent of all the Directors and Stockholder on October 25, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed this Amendment to the Articles of Incorporation on October 25, 1997.

Mortgage Funding Services/USA, Inc.

By: Linda M. Bassett  
Linda M. Bassett  
Its President

ATTEST:

Carlotta L. Watson  
Carlotta L. Watson  
Its Secretary  
(Corporate Seal)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 19 AM 11:54

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me on October 25, 1997 by Linda M. Bassett and Carlotta L. Watson, who are personally known to me.

Lucille M. Johnson



Lucille M. Johnson  
MY COMMISSION # CC625473 EXPIRES  
February 13, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

UNANIMOUS WRITTEN CONSENT OF DIRECTORS AND STOCKHOLDER

The undersigned, being all of the Directors and Stockholders of Mortgage Funding Services/USA, Inc., hereby sign this written statement manifesting their intention that the Articles of Incorporation filed August 1, 1994, be amended to read as follows:

**"ARTICLE I. NAME**

**The name of this corporation is: Watson Mortgage Corp.**

The President and the Secretary of the Corporation are authorized to execute and file an amendment to the Articles of Incorporation with the Secretary of State of Florida to immediately effect this change.

DIRECTORS

STOCKHOLDER

Linda M. Bassett  
Linda M. Bassett

Janelle W. Watson  
Janelle W. Watson  
As Trustee of the  
William A. Watson, Jr. Revocable Trust

Marifrances H. Calhoun  
Marifrances H. Calhoun

Beverly S. Garvin  
Beverly S. Garvin

Wendi M. Mayfield  
Wendi M. Mayfield

Robert G. Ransom, Jr.  
Robert G. Ransom, Jr.

William A. Watson, Jr.  
William A. Watson, Jr.

Dated: October 25, 1997