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April 5, 2000
File No.: 2360-0000

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

RE: Articles of Amendment for Republic Trust & Mortgage, Inc.

To Whom It May Concern:

Enclosed please find the signed original and one signed copy of the Articles of Amendment of the above named Corporation. We have also enclosed a check in the amount of \$35.00 for the filing fees of the Articles of Amendment. Please mail me the copy of the Articles of Amendment with the appropriate stamped information in the enclosed self addressed stamped envelope.

If you have any questions, please do not hesitate to call us.

Very truly yours,

O'CONNOR & ASSOCIATES

Patrick M. O'Connor /psb

Patrick M. O'Connor

PMO/psb
Enclosures

cc: Mr. Gary Pajak

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FILED
01 APR 10 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
4-18-01
psb

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
REPUBLIC TRUST & MORTGAGE, INC.**

FILED
01 APR 10 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation is REPUBLIC TRUST & MORTGAGE, INC.

SECOND: Amendments adopted:

ARTICLE III. - CAPITAL STOCK

The maximum number of shares that the Corporation is authorized to issue and have outstanding at any one time is Ten Million (10,000,000) shares of common stock having a par value of \$.0001 per share. Such shares shall be of a single class of common stock.

THIRD: The date of the above amendments adoption is MARCH 27, 2001.

FOURTH: Adoption of the above stated amendments was unanimously approved by the shareholders and directors. The number of votes cast in favor of the amendment by both the shareholders and directors was sufficient for approval of said amendment.

Signed this 27 day of MARCH, 2001.



Gary Pajak, President/Director