794000075256

WOODWARD, PIRES & LOMBARDO, P.A.

Attorneys-At-Law

Craig R. Woodward

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Carrie E. Lademan

BURT L. SAUNDERS OF COUNSEL

- (Board Certified Real Estate Attorney)
- (Board Certified City, County and Local Government Attorney

December 20, 2001

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

Re:

Articles of Amendment

Gulf Bay Mortgage Services, Inc.

Document Number P94000075256

200004739312--7 -12/26/01--01078--023

*****35.00 *****35.00

Ladies and/or Gentlemen:

Enclosed are the original and one copy of the Articles of Amendment to the above-referenced corporation together with a check in the amount of \$35.00 to cover the fees for filing the Amendment.

After filing, please return a date-stamped copy of the Articles of Amendment to our office. Should you have any questions, do not hesitate in contacting me.

Very truly yours,

Carrie E. Lademan

CEL/tnn

Enclosures as stated

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SECRE MAY OF STATE
ALLAHASSI ELFI ORIO

3200 Tamiami Trail N. Suite 200

Naples, FL 34103 TEL (941) 649-6555

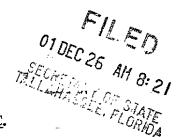
FAX (941) 649-7342

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F:\USERS\CARRIE\GULFBAY\LETTERS\Fla Dept-And Articles-GB Mgt Serv

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF GULF BAY MORTGAGE SERVICES, INC.



BE IT HERE KNOWN THAT Gulf Bay Mortgage Services, Inc. a duly registered profit corporation in the State of Florida, being officially registered October 11, 1994, under document number P94000075256, files this Amendment to its Articles of Incorporation pursuant to Section 607.1006, Florida Statutes:

FIRST: The current name of the corporation is Gulf Bay Mortgage Services, Inc.

SECOND: This Amendment to the Articles of Incorporation hereby changes the officers and directors of the corporation to:

Directors:

Name Address

Anthony DiNardo 3470 Club Center Boulevard, Naples, FL 34114

Mark J. Woodward 3200 Tamiami Trail North, #200, Naples, FL

34103

Officers:

President/Treasurer:

Anthony DiNardo 3470 Club Center Boulevard, Naples, FL 34114

Vice President:

Steven R. Braten 3470 Club Center Boulevard, Naples, FL 34114

Secretary:

Mark J. Woodward 3200 Tamiami Trail North, #200, Naples, FL

34103

THIRD: This Amendment was adopted on the 7th day of Would 2001,

by the Board of Directors without shareholder action and shareholder action

was not required.

Mark J. Woodward, Director