

TELEPHONE (561) 622-3400

FACSIMILE (561) 622-0565

E-MAIL: avislaw@aol.com

WARREN E. AVIS, JR DEBORAH K. AVIS MARINA D. PETILLO" THEODORE T. TARONE, JR.

RICHARD D. GROW*A OF COUNSEL

ALSO ADMITTED IN MICHIGAN "ALSO ADMITTED IN SOUTH CAROLINA

"ALSO ADMITTED IN NEW YORK AALSO ADMITTED IN DISTRICT OF COLUMBIA

September 18, 1997

Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Sundial Mortgage Corporation

Articles of Amendment to Articles of Incorporation

Dear Sir/Madam:

This firm has the privilege of representing Sundial Corporation in the above-referenced matter.

Please find the following enclosed:

Articles of Amendment to Articles of Incorporation, and one 1. copy;

2. Our check in the amount of \$87.50, which covers the filing fee of \$35.00 for the Amendment, plus \$52.50 for a certified copy.

Please file the Amendment and supply certified copy in the enclosed stamped envelope.

Thank you for your assistance in this matter.

Very truly yours,

F. Amderson. Secretary

Warren E. Avis, Jr.

/aa

Enclosure

PALM BEACH OFFICE FIRST UNITED BANK BLDG., SUITE 203 180 ROYAL PALM WAY PALM BEACH, FLORIDA 33480 TELEPHONE (561) 659-0200 FACSIMILE (561) 659-0942

North Palm Beach

Mertgage

-09/22/97--01080--006 *****87.50 *****87.50



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 29, 1997

AVIS & AVIS, P.A. % ALAN ANDERSON 1201 US HWY ONE, SUITE 435 NORTH PALM BEACH, FL 33408

SUBJECT: SUNDIAL MORTGAGE CORPORATION

Ref. Number: P95000050696

We have received your document for SUNDIAL MORTGAGE CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the street address of each officer/director. If the officer/director does not have a street address, list a P.O. Box and write (N/A) beside the box number.

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) 487-6916.

Carol Mustain Corporate Specialist

Letter Number: 697A00047996

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

SUNDIAL MORTGAGE CORPORATION

(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)

Amend Article VI to read:

"OFFICERS AND DIRECTORS"

Add:

G. ADAM BULYAR, VICE PRESIDENT

108 PARADISE HARBOR BOULEVARD, #309 NORTH PALM BEACH, FLORIDA 33408

SECRETATY OF STATE
TALL AHASSEE EL CRIMA

APPROVED

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:

THIRD:	The date of each amendment's adoption: SEPTEMBER 17, 1997.
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
Ø/	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
<i>□</i>	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 amendments) was/were sufficient for approval by
	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
<i>□</i>	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this/8 day ofSEPTEMBER, 1997.	
SIGNATURE: Cuy A. Joseph	
	(By the Chairman or Vice 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)	
CRAIG A. FOSTER	
Typed or printed name	
PRESIDENT	
Title	