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BRICKELL BAY REAL ESTATE INVESTMENT PARTNERS, INC.

Courvoisier Centre in Brickell Key Island
501 Brickell Key Drive, 3rd Floor
Miami, Florida 33131

Telephone: (305) 377-2100
Facsimile: (305) 371-9747

FILED
97 JAN 13 PM 2:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

December 26, 1996

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

600002056856--8
-01/14/97--01082--020
*****35.00 *****35.00

Re: Articles of Amendment/Change of Name
Existing Name: Brickell Bay Real Estate Investment Partners, Inc.
New Name: Real Estate Foreclosure Specialists, Inc.

Dear Clerk:

Our Company has enclosed a check made payable to "Secretary of State" in the sum of Thirty five Dollars (\$35.00) for the costs of filing the Articles of Amendment.

Please provide our Company with a certificate and/or document acknowledging said filing of the Articles of Amendment.

If you have any questions with regards to this matter, please do not hesitate to call our company.

Very truly yours,

BRICKELL BAY
REAL ESTATE INVESTMENT PARTNERS, INC.

Hugo E. Dorta, President
For The Company

VS JAN 2 2 1997

N/c

ARTICLES OF FIRST AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

BRICKELL BAY REAL ESTATE INVESTMENT PARTNERS, INC.

FILED

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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

Pursuant to section 607.1006, Florida Statutes, this corporation adopts the following Articles of First Amendment to it's Articles of Incorporation:

ARTICLE I

The date the First Amendment was authorized was on: 01/02/1997

ARTICLE II

Article I (Name of the Corporation) shall be amended to read as follows:

The name of the corporation shall be:

REAL ESTATE FORECLOSURE SPECIALISTS, INC.

ARTICLE III

The First Amendment was unanimously approved by all the Shareholders of the Corporation. The number of votes casted for the First Amendment was sufficient for approval.

ARTICLE IV

The First Amendment was unanimously approved by the Board of Directors.

ARTICLE V

Signed this 2nd day of JANUARY 19 97.

~~BRICKELL BAY REAL ESTATE INVESTMENT PARTNERS, INC.~~
~~a Florida Corporation~~

By: ~~H E D~~

Name of Officer: HUGO E. DORTA

Title: PRESIDENT

[Affix Corporate Seal]