



THE UNITED STATES
CORPORATION
COMPANY

P95000087398

ACCOUNT NO. : 072100000032

REFERENCE : 611053

10463A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
97 NOV 24 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 24, 1997

ORDER TIME : 9:47 AM

ORDER NO. : 611053-005

CUSTOMER NO: 10463A

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-11/24/97--01049--003

*****87.50 *****87.50

CUSTOMER: Ms. Larissa K. Lincoln
Cohen Chernay Norris
4th Floor
712 U.s. Highway 1
North Palm Bch, FL 33408-7146

DOMESTIC AMENDMENT FILING

NAME: AMBASSADOR ARTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

RECEIVED
97 NOV 24 AM 10:39
DIVISION OF CORPORATION

NRG
11/24

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
AMBASSADOR ARTS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provisions of the Articles of Incorporation of AMBASSADOR ARTS, INC., a Florida corporation, filed in Tallahassee, Florida, be and they hereby are amended in the following particulars:

Article I be and it hereby is amended to read as follows:

The name of the Corporation shall be:

AMBASSADOR FINANCIAL SERVICES, INC.

2. The present Registered Agent, according to Department of State records, is Sally Kimball at 117 Worth Court South, West Palm Beach, Florida 33405, which Registered Agent shall remain the same.

3. The corporation shall carry on any lawful business, including but not limited to mortgage broker business.

4. All remaining provisions of the original Articles of Incorporation shall remain unchanged.

3. The foregoing amendments were adopted by the Directors and Shareholders of the corporation on November 20, 1997.

IN WITNESS WHEREOF, the corporation acting through its duly authorized officer has executed these Articles of Amendment this 21st day of November, 1997.


SALLY H. KIMBALL

**JOINT UNANIMOUS CONSENT OF ACTION BY
BOARD OF DIRECTORS AND SHAREHOLDERS OF
AMBASSADOR ARTS, INC.**

FOR ACTION WITHOUT A SPECIAL MEETING

THE UNDERSIGNED, being all of the Directors and Shareholders of AMBASSADOR ARTS, INC., a Florida corporation (the "Corporation"), in accordance with the provisions of F.S. 607.0821 and F.S. 607.0704, do hereby approve and adopt by resolution the following actions of the Corporation:

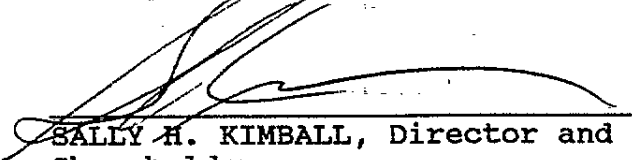
RESOLVED, that the Corporation be authorized to change its corporate name from Ambassador Arts, Inc. to AMBASSADOR FINANCIAL SERVICES, INC., and that said change is hereby ratified and confirmed.

RESOLVED, that the Corporation's purpose shall be for transacting any lawful business, including but not limited to mortgage broker business.

FURTHER RESOLVED, that the officers and directors of the Corporation be and they are hereby authorized and directed to do all acts and execute all further documents, instruments or statements they deem necessary or appropriate to effectuate the aforesaid resolution.

The effective date for this Joint Consent by the Shareholders for Action Without A Special Meeting is November 20, 1997.

DATED: November 20, 1997.


SALLY H. KIMBALL, Director and
Shareholder