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GUNSTER YOAKLEY

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## BASIC AMENDMENT

U.S. TRUST MORTGAGE SERVICE COMPANY

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*Amendment*  
*08/07/02*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
U.S. TRUST MORTGAGE SERVICE COMPANY**

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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 adopted: Article V is being amended in its entirety so that it will now read:

**"Article V**

**Capital Stock**

The Corporation is authorized to issue Five Thousand (5,000) shares of One Dollar Par Value (\$1.00 Par Value) per share of the same class of stock, all of which are Common Shares."

**SECOND:** The date of the amendment's adoption is June 28, 2000.

**THIRD:** The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed as of June 28, 2000.

U.S. TRUST MORTGAGE SERVICE COMPANY

By: 

Stanley A. Matuszewski, President