

P96000062500

WEITZER
HOMEBUILDERS

April 4, 1997

Florida Department of State
Division of Corporations
Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314

Re: Weitzer Nautica, Inc.

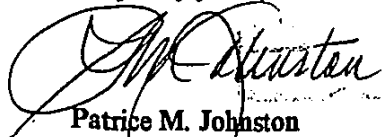
Dear Sir or Madam:

Enclosed are the Articles of Amendment to the Articles of Incorporation of Weitzer Nautica, Inc. The purpose of the Amendment is to change the name of the corporation to "U.S. Title & Guaranty Corporation." Also enclosed is our check payable to the Department of State in the amount of \$35.00 representing the filing fee.

Please direct any correspondence concerning this matter to me.

Thank you for your attention to this matter.

Very truly yours,


Patrice M. Johnston
Legal Assistant

900002139219--7
-04/10/97-01058-021
*****35.00 *****35.00

/Enclosures

NC 9/11/97
4/1/94

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WEITZER NAUTICA, INC.**

FILED
97 APR 10 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Weitzer Nautica, Inc., a Florida corporation registered with the Florida Department of State, Division of Corporations, on July 25, 1996 under Document Number P96000062500 are hereby amended as follows.

FIRST: ARTICLE I is hereby amended to reflect the change of the name of the Corporation from Weitzer Nautica, Inc. to U.S. Title & Guaranty Corporation.

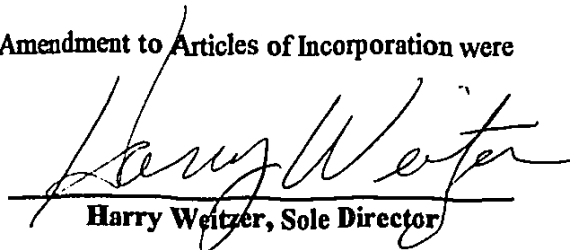
SECOND: ARTICLE V is hereby amended to read as follows:

The street address of the initial registered office of the Corporation remains 5901 N. W. 151 Street, Suite 120, Miami Lakes, Florida 33014. The name of the registered agent of this Corporation at that address is Harry Weitzer. The mailing address of the Corporation is P.O. Box 4550, Miami Lakes, Florida 33014.

THIRD: The Articles of Amendment to the Articles of Incorporation were duly adopted by the Sole Director on April 2, 1997.

FOURTH: The Articles of Amendment were adopted by the Sole Director without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, these Articles of Amendment to Articles of Incorporation were executed this 4th day of April, 1997.


Harry Weitzer, Sole Director

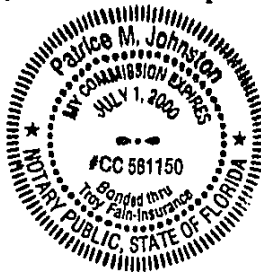
ACKNOWLEDGMENT


STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Harry Weitzer, personally known to me to be the person who executed the foregoing Article of Amendment to Articles of Incorporation and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 4th day of April, A.D., 1997.

My Commission Expires:




Notary Public
State of Florida at Large
Print Name: PATRICE M. JOHNSTON

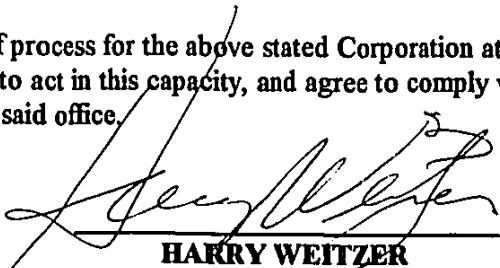
CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

U.S. Title & Guaranty Company, organized under the laws of the State of Florida, as indicated in the foregoing Articles of Amendment to Articles of Incorporation, has named Harry Weitzer, located at 5901 N.W. 151 Street, Suite 120, City of Miami Lakes, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation at a place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


HARRY WEITZER
REGISTERED AGENT