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ALLEN, DYER, DOPPELT
MILBRATH & GILCHRIST, P.A.

A T T O R N E Y S A T L A W

HERBERT L. ALLEN
ROBERT DYER
AVA K. DOPPELT
STEPHEN D. MILBRATH
BRIAN R. GILCHRIST
CHRISTOPHER F. REGAN
JEFFREY S. WHITTLE
DAVID L. SIGALOW
RICHARD K. WARTHER
MICHAEL W. TAYLOR*
ENRIQUE G. ESTÉVEZ, Ph.D.

CARL M. NAPOLITANO, Ph.D.**
JACQUELINE E. HARTT, Ph.D.**

* ADMITTED IN MINNESOTA ONLY
** REGISTERED PATENT AGENT

1401 CITRUS CENTER
255 SOUTH ORANGE AVENUE
POST OFFICE BOX 3791
ORLANDO, FLORIDA 32802-3791

TELEPHONE 407 841-2330
FAX 407 841-2343

Intellectual Property:
Patents, Trademarks & Copyrights

Securities Arbitration
& Litigation

Antitrust & Trade Regulation

Business Litigation

December 29, 1998

Federal Express

Secretary of State
State of Florida
Division of Corporations
49 East Gaines Street
Tallahassee, Florida 32399

Re: Source One Mortgage Corp., Inc.
Date of Incorporation: 1/27/97

Dear Sir:

Enclosed please find the original and one copy of Articles of Amendment to the Articles of Incorporation of Source One Mortgage Corp., Inc. for filing with the Division of Corporations. Also enclosed is our firm check in the amount of \$43.75 which covers payment of the \$35.00 filing fee and \$8.75 for a certified copy of the Articles of Amendment to the Articles of Incorporation.

Should you have any questions regarding the above, please do not hesitate to contact me.

Very truly yours,


Brian R. Gilchrist

BRG:mc

Enclosures

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98 DEC 30 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF SOURCE ONE MORTGAGE CORP., INC

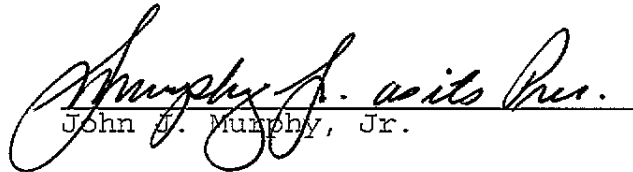
Pursuant to the provisions of Florida Statutes, §607.1006, the undersigned Florida corporation adopts the following Article I Amendment to its Articles of Incorporation:

The shareholders and directors of the corporation unanimously approved and adopted a resolution amending Article I of the corporation's Articles of Incorporation at a special joint meeting of the shareholders and directors held on November 20, 1998, specifically called for that purpose. The following is a true and correct copy of that resolution:

RESOLVED, that Article I of the Articles of Incorporation are hereby amended in its entirety to read as follows:
The name of the corporation is MedinaCorp. Mortgage, Inc.

The effective date of this amendment to the corporation's Articles of Incorporation will be the date these Articles of Amendment are filed with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal on December 28, 1998.


John J. Murphy, Jr.

STATE OF FLORIDA
COUNTY OF ORANGE:

ON THIS DAY personally appeared before me, the undersigned officer, JOHN J. MURPHY, JR., personally known to me to be the individual described in and who executed the foregoing, who did not take any oath but acknowledged executing the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on December 28, 1998.

Mary M. Samples

