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Tel: (305) 863-0084  
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August 21, 2000

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

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-08/25/00--01067--003  
\*\*\*\*\*87.50 \*\*\*\*\*43.75

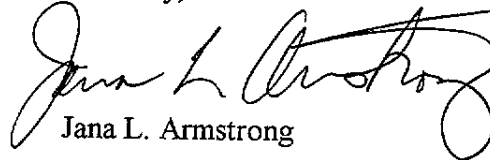
Re: Southeast Financial Corporation  
Filing Amended Articles of Incorporation and Statement of Change

Dear Sir or Madam:

I represent the above-referenced corporation. Enclosed is the original and one copy of the Articles of Amendment of Southeast Financial Corporation and the original and one copy of the corporation's Statement of Change of Registered Office. Please file the Articles of Amendment and the Statement of Change of Registered Office and return certified copies of each document to me in the self-addressed, postage paid envelope provided. My firm check in the amount of \$87.50 (Articles of amendment filing fee, \$35; certified copy \$8.75; Statement of Change filing fee, \$35; certified copy, \$8.75) is enclosed.

Please call me if you have any questions.

Sincerely,

  
Jana L. Armstrong

Amend  
9-11-00  
JAS

Encls.

**ARTICLES OF AMENDMENT  
OF  
SOUTHEAST FINANCIAL CORPORATION**

AT A JOINT SPECIAL MEETING of the shareholders and board of directors of SOUTHEAST FINANCIAL CORPORATION, duly noticed and held on August 14, 2000, the following resolution to amend Article IV of the Articles of Incorporation was properly submitted and unanimously passed:

RESOLVED: That the Articles of Incorporation of SOUTHEAST FINANCIAL CORPORATION be amended as follows:

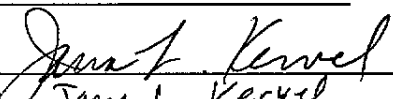
**ARTICLE IV**

This corporation shall have the authority to issue one thousand (1000) shares of stock, each with a par value of \$0.10, all of which shall be Common Shares. All Common Shares shall be identical to each other in every respect and the holders of the Common Shares shall be entitled to vote for each share on all matters on which shareholders have a right to vote.

  
\_\_\_\_\_  
REYNALDO DIAZ, President and Secretary

STATE OF FLORIDA                     )  
  )SS:  
COUNTY OF MIAMI-DADE         )

**SWORN TO AND SUBSCRIBED** before me on this 15<sup>th</sup> day of August, 2000, by REYNALDO DIAZ, president and secretary of SOUTHEAST FINANCIAL CORPORATION, who is personally known to me ~~or has produced~~ \_\_\_\_\_ as identification. 2

Sign:   
Print: Jana L. Kervel  
Notary Public, State of Florida, at Large  
My Commission Expires:

