

P97000010479
WESTCAP FINANCE CORP.

FILED
98 NOV -2 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 8, 1998

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Please find enclosed original Articles of Amendment to Articles of Incorporation of WestCap Finance Corp. to change the name of the corporation to WestCap Finance Corporation. We have also enclosed a copy so you may send the processed Articles of Amendment to Articles of Incorporation back to us.

If you have any questions, please feel free to contact me at (305) 377-9400.

Yours truly,


Larissa J. Ignatieva
Managing Director

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enclosures

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N/C

First Union Financial Center
200 South Biscayne Boulevard, Forty-Fifth Floor, Miami, Florida 33131 U.S.A.
Telephone: (305) 377-9400 • Facsimile: (305) 377-9402

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WestCap Finance Corp.

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

The board of directors hereby amend Article I: Name: The name of the corporation is changed to be: **WestCap Finance Corporation**

We also hereby amend Article II Principle Office: The principle place of business and mailing address of this corporation shall now be:

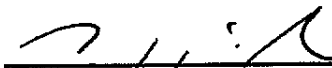
**200 South Biscayne Boulevard
Suite 4550
Miami, FL 33131**

SECOND: NONE

THIRD: The date of each amendment's adoption: October 7, 1997

FOURTH: The amendments were adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 7th day of October, 1997



Gregory C. Stula, Incorporator