P9100018952 HOUSING TRUST INTERNATIONAL, INC.

November 29, 2000

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

Corporation Fees -

Name Change from Clinton International Group, Inc.

To

500003489365--6 -12/06/00--01059--005 *****43.75 *****43.75

Housing Trust International, Inc.

Dear Sir:

Enclosed please find our check in the amount of \$43.75 to cover cost of the Articles of Correction (\$35.00) and Certified Copy (\$8.75) for this Corporation. The original signed documents are also attached.

Kindly send us a certified copy as soon as possible for our corporate records. Please note the new name change is effective January 1, 2001.

Sincerely,

Peter F. Fagan

Sr. Vice President - Finance

PFF:jf Enc. EFFECTIVE DATE

-6 AM 8: 19
ARY OF STATE
ASSEE, FLORIDA

T BROWN DEC 1 2 2000

3225 Aviation Ave., Suite 700, Coconut Grove, FL 33133 * Tel: (305) 860-8188 * Fax (305) 860-8308

EFFECTIVE BATE

ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF CLINTON INTERNATIONAL GROUP, INC.

ODDEC-6 AM 8: 19
TALLAHASSEE FSTAT

These Articles of Amendment are being filed for the purposes of amending the Articles of Incorporation of CLINTON INTERNATIONAL GROUP, INC. as follows:

- 1. The name of the Corporation is CLINTON INTERNATIONAL GROUP, INC.
- 2. Article 1 of the Articles of Incorporation is hereby deleted in its entirety and replaced by the following:

ARTICLE 1

The name of the Corporation is HOUSING TRUST INTERNATIONAL, INC.

- 3. This Amendment shall be effective on January 1, 2001.
- 4. The Amendment was duly adopted by the director and shareholders of the Corporation by unanimous written consent on November 28, 2000.

These Articles of Amendment have been executed on this <u>28th</u> day of <u>November</u>, 2000.

Stewart Marcus, President

STATE OF FLORIDA)):ss county of Miani-Dade)

The foregoing instrument was acknowledged before me on this <u>28th</u> day of <u>November</u>, 2000 by Stewart Marcus as President of CLINTON INTERNATIONAL GROUP, INC. <u>He is personally known to me</u> or has produced ______ as identification.

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Ì		THERESA DORSCH	į
i		MY COMMISSION # CC 916864	l
۱		EXPIRES: March 31, 2004	I
ĺ.	A. A. A.	Bonded Thru Notary Public Underwriters	l
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NOTARY PUBLIC, STATE OF FLORIDA

Print Name: Theresa Dovsch
Commission No.: CC 916864

EFFECTIVE DATE

UNANIMOUS CONSENT RESOLUTIONS OF THE DIRECTOR AND SHAREHOLDERS OF CLINTON INTERNATIONAL GROUP, INC.

The undersigned, being the Director and Shareholders of Clinton International Group, Inc., a Florida corporation, hereby adopt the following resolutions by unanimous written consent in lieu of the Annual Meeting of the Shareholders and Board of Directors of the corporation:

RESOLVED, that Article 1 of the Articles of Incorporation be amended by deleting it in its entirety and replacing it with the following:

ARTICLE 1

NAME

The name of the corporation is HOUSING TRUST INTERNATIONAL, INC.

This Amendment shall be effective on January 1, 2001.

IN WITNESS WHEREOF, these resolutions have been adopted as of this <u>28th</u> day of <u>November</u>, 2000.

DIRECTOR:

Stowart Marcus

SHAREHOLDERS:

Stewart Marcus

(Jane Marcus