P98000039497

TRIAD APPRAISAL SERVICES, INC.

10668 N.W. Fountainbleau Blvd. Miami, FL 33172

Tuesday, December 08, 1998

Ms. Susan Payne
Senior Section Administrator
Florida Department of State
Division of Corporations
Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

Subject: TRIAD APPRAISAL SERVICES, INC.

Ref: # P98000039497

Dear Ms. Payne:

Thank you for taking our call this morning and for the information you provided.

We are enclosing a revised Articles of Amendment where the amendment for Article VI has been deleted. The rest of the paperwork is also enclosed along with our check #1011 in the amount of \$35.00 to cover filing fees.

We appreciate your immediate attention to this matter.

We wish you a joyous and healthy holiday season.

Cordially,

Cristina Chediak Vice President Amero + NIC 90 12/14/98

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12/14/98--01039--001 *****35.00 *****35.00

TRIAD APPRAISAL SERVICES, INC.

Friday, November 20, 1998

Corporate Records Bureau P.O. Box 6327
Tallahassee, Florida 32301

RE: Triad Appraisal Services, Inc.

Dear Sir or Madam:

Please find enclosed the Article of Amendment for the above mentioned corporation. Also we are enclosing our check # 1009 in the amount of \$25.00 to cover the costs for the mentioned transaction.

Kindly notify us at your earliest convenience that the changes have been made.

Yours truly,

Cassandra Lopez

President

w96-26879



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 2, 1998

Cassandra Lopez Triad Appraisal Services, Inc. 10668 N.W. Fountainbleau Blvd. Miami, FL 33172

SUBJECT: TRIAD APPRAISAL SERVICES, INC.

Ref. Number: P98000039497

We have received your document for TRIAD APPRAISAL SERVICES, INC. and check(s) totaling \$25.00. However, your check(s) and document are being returned for the following:

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

There is no provision to change the incorporators of a corporation.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Letter Number: 198A00056701

Susan Payne Senior Section Administrator

DIVISION OF CORPORATIONS

98 DEC 14 PM 1: 07

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

TRIAD APPRAISAL SERVICES, INC.

Pursuant to the provisions of section 607-1006, Florida Statues, this Florida profit corporation adopts the following articles of amendment to these articles of incorporation.

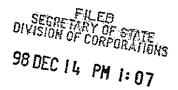
FRIST:

Amend Article I: The new name shall be: APPRAISAL PROS, INC.

Amend Article IV: Gisela Tillman is no longer director. The new directors are: Cassandra Lopez, President and Cristina Chediak, Vice President. The address of the new directors is 9240 S.W. 40th Terrace, Miami, FL 33165.

Amend Article V: The initial registered agent, Gisella Tillman is replaced by Cassandra Lopez, 9240 S.W. 40th Terrace, Miami, FL 33165.

THIRD:	The date of each amendment's adoption: 11/16/98
	: Adoption of Amendment(s) (CHECK ONE)
Ŀ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval byvoting group
	action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
·	Cassandra Lopez Typed or printed name
	Pres.
	Title



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617,0501, FLORIDA STATUES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Appraisal Pros, Inc.

2. The name and address of the registered agent and office is:

Cassandra Lopez 9240 S.W. 40th Terrace Miami, FL 33165

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature

Date