

P98000051495

SNYDERBURN, RISHOI & SWANN
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AT LAW

TELEPHONE (407) 647-2005
TELECOPIER (407) 647-1522

SUITE 240
280 WEST CANTON AVENUE
WINTER PARK, FLORIDA 32789

July 1, 1998

Secretary of State
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-07/06/98--01061--015
*****87.00 *****87.00

FILED
98 SEP - 9 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: State Mortgage Funding, Inc.

To Whom It May Concern:

Enclosed please find the original and a copy of Amendment to the Articles of Incorporation of State Mortgage Funding, Inc., together with a check in the amount of \$87 representing your fee for filing and a certified copy of the same. Please forward the certified copy to the undersigned at the address listed above.

If you should have any questions, please do not hesitate to call.

Sincerely,

Philip J. Snyderburn
PHILIP J. SNYDERBURN
Signed in the absence of
Mr. Snyderburn to avoid delay

PJS/ia

Enclosures

735/letstate

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AKG
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SNYDERBURN, RISHOI & SWANN

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ATTORNEYS AT LAW

TELEPHONE (407) 647-2005

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SUITE 240

280 WEST CANTON AVENUE
WINTER PARK, FLORIDA 32789

August 31, 1998

Secretary of State
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: State Mortgage Funding, Inc.

To Whom It May Concern:

Enclosed please find the original and a copy of Statement of Change of Registered Office or Registered Agent for State Mortgage Funding, Inc., for filing with your office. On July 1, 1998, we provided you with a check, which you are still holding on our behalf for the filing fees in this matter (see copy of attached letter). Please forward the certified copy to the undersigned at the address listed above.

If you should have any questions, please do not hesitate to call.

Sincerely,



PHILIP J. SNYDERBURN
Signed in the absence of
Mr. Snyderburn to avoid delay

PJS/ia

Enclosures

735/letstate



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 15, 1998

PHILIP J. SNYDERBURN
SNYDERBURN, RICHOI & SWANN
280 W. CANTON AVE., SUITE 240
WINTER PARK, FL 32789

SUBJECT: STATE MORTGAGE FUNDING, INC.
Ref. Number: P98000051495

We have received your document for STATE MORTGAGE FUNDING, INC. and your check(s) totaling \$87.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 798A00037581

Florida Department of State, Sandra B. Mortham, Secretary of State

*** FILING FEE: \$35.00 ***

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: STATE MORTGAGE FUNDING, INC.

2. The mailing address of the corporation is: 2295 NW Corporate Blvd., Suite 245
Boca Raton, FL 33431

3. Date of incorporation/qualification: June 09, 1998 Document number: P98000051495

4. The name and address of the current registered agent and office:

Philip J. Snyderburn

280 West Canton Avenue, Suite 240

Winter Park, Florida 32789

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Jay H. Rotenberg

2295 NW Corporate Blvd., Suite 245

Boca Raton, FL 33431

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
(Signature of an officer, chairman or vice chairman of the board)

8/15/98
(Date)

Jay H. Rotenberg, President

(Printed or typed name and title)

8/15/98
(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

Jay H. Rotenberg

8/15/98
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
98 SEP -9 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA