From the desk of

FRANK GIACOMELLI

P99000002087

Monday, March 13, 2000

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314 900003171719--3 -03/15/00--01106--007 *****\$2.50 ******\$2.50

RE: Amendment to Articles of Incorporation

To Whom It May Concern:

Attached are Articles of Amendment to the Articles of Incorporation of GCF Properties of Palm Beach, Inc., originally filed with the Secretary of State on January 8, 1999. Registration number P99000002087.

Enclosed is a check in the amount of \$52.50. Please send a certified copy of the Amendment as well as a Certificate of Status. I have included a self addressed stamped envelope for these copies.

rank Giacomelli

3-94-01 W Hung

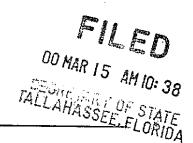
Telephone

(561) 315-0495

(561) 655-5353

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



GCF PROPERTIES OF PALM BEACH, INC.

(present name)

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(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I - CORPORATE NAME: The name of the corporation changes to the following:

GREAT AMERICAN MORTGAGE & CAPITAL COMPANY, INC.

ARTICLE V:- The principle mailing address chages to the following:

POST OFFICE BOX 2409 PALM BEACH FL 33480

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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THIRD:	The date of each amendment's adoption: March 14, 2000	• • • • • • • • • • • • • • • • • • • •
FOURTH	: Adoption of Amendment(s) (CHECK ONE)	
	The amendment(s) was/were approved by the shareholders. The number of for the amendment(s) was/were sufficient for approval.	votes cast
	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	ıt
	for approval by voting group	**************************************
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
ΧΧ <mark>Χ</mark>	The amendment(s) was/were adopted by the incorporators without shareholder action was not required.	ler action and
Signature	Signed this 14th day of March , 2000	
((By the Chairman or Vice Chairman of the Board of Directors, President or other officer if a the shareholders) OR (By a director if adopted by the directors)	
	OR	
	(By an incorporator if adopted by the incorporators)	
	Francis C. Giacomelli Typed or printed name	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1
	President / I	
	Title	