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BASIC AMENDMENT

AMERICAN EAGLE MORTGAGE & INVESTMENTS, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF AMERICAN EAGLE MORTGAGE & INVESTMENTS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation, relating to the officers of the corporation shall be amended

as follows:

President:

Cindy T. Hickman

Vice President:

Rusty Wigglesworth

Secretary:

Cindy T. Hickman

Treasurer:

Cindy T. Hickman

whose address shall be the same as the principal office of the Corporation.

SECOND:

The date of the adoption of this amendment is June 18, 2002.

THIRD:

The Amendments were adopted by the Shareholders and the number of votes cast for each such

amendment was sufficient for approval.

FOURTH:

This Amendment shall be effective upon filing with the Secretary of State for the State of Florida.

Signed this June 18, 2002.

Cindy T. Bickman, President