FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 3, 1999

Nations Mortgage International Corporation 900 W. 49th St., Suite 438 Hialeah, FL 33012 700002883677--6 -05/24/99--01004--022 *****35.00 ******35.00

SUBJECT: NATIONS MORTGAGE INTERNATIONAL CORPORATION

Ref. Number: P99000037224

We have received your document for NATIONS MORTGAGE INTERNATIONAL CORPORATION and check(s) totaling \$61.25. However, your check(s) and document are being returned for the following:

Because the Corporation Annual Report is not yet due, the corporation should file Articles of Amendment to its Articles of Incorporation to change or add officers and /or directors. If the registered agent or registered office has changed, this change can also be made in the amendment. The new agent must sign and state that he is familiar with the obligations of the position. Enclosed are guidelines on filing an amendment.

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.

Please return a copy of this letter along with your document to ensure proper handling.

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

Susan Payne Senior Section Administrator

Letter Number: 099A00023692

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

NATIONS MORTGAGE INTERNATIONAL CORPORATION				
(nr.	esent name)	 -		

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 V INCORPORATION

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

FROM:

PRESIDENT

PHILIP YOUNG 900 W. 49TH ST.

SUITE 438

HIALEAH, FL. 33012

TO: PRESIDENT

LORENZO RODRIGUEZ

900 W. 49TH ST.

SUITE 438

HIALEAH, FL. 33012

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:

FOURTH: Adoption of Amendment(s) (CHECK ONE) 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 by voting group The amendment(s) was/were adopted by the board of director without shareholder 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. Signed this day ____11th__ of ___ (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) Lorenzo Rodriguez Typed or printed name President

Title

THIRD: The date of each amendment's adoption: May 11, 1999.