

Crabtree & Fallar, P.A.

ATTORNEYS AND COUNSELORS AT LAW

8375 DIX ELLIS TRAIL, SUITE 401
JACKSONVILLE, FLORIDA 32256

R. M. CRABTREE
SCOTT W. FALLAR

A. M. CRABTREE, JR.
(1924-1995)

TELEPHONE (904) 464-0665
TELECOPIER (904) 464-0554

August 30, 1999

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

700002976057--9
-09/01/99--01057--008
*****43.75 *****43.75

Re: Articles of Amendment to Articles of Incorporation
of Countrywide Mortgage Corporation

Dear Sir or Madam:

Enclosed is an original and one copy of Articles of amendment to Articles of Incorporation of Countrywide Mortgage Corporation. Please file the original of the enclosed Articles of Amendment and return a certified copy to the undersigned. Also enclosed is our firm check in the amount of \$43.75 in payment of the filing fee and certified copy fee.

Your prompt attention to this matter would be appreciated.

Sincerely,

Scott W. Fallar

Scott W. Fallar
abn

SWF/abr
Enclosures

f:\docs\ljp\general\prodigy\secstate.ltr

FILED
99 SEP -1 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

749000069565
NC 9-1-99
69569000069565
* 69569000069565

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COUNTRYWIDE MORTGAGE CORPORATION

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: Amendments(s) adopted:

ARTICLE I - NAME: The name of the corporation is Prodigy Mortgage Corporation and the principal business address of the Corporation is 4952 River Basin Drive South, Jacksonville, Florida 32207.

SECOND: the date of each amendment's adoption: August 4, 1999.

THIRD: 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 directors without shareholder action and shareholder action was not required.

XX The amendment(s) were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 4th day of August, 1999.

Signature: _____

Scott W. Failar, Incorporator

FILED
99 SEP 1 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA