

Jill Fisher Powers
Executive Vice President
General Counsel

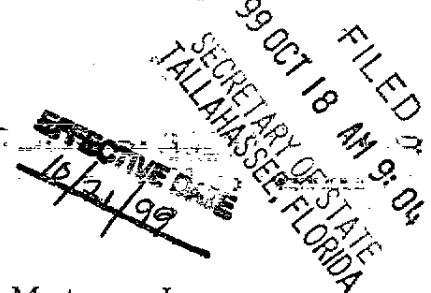
V05584



September 29, 1999

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Via Airborne Express



RE: Amendment to Articles of Incorporation of Preferred Florida Mortgages, Inc.

Dear Sir or Madam:

600003002056--8
-10/01/99-01004--008
*****43.75 *****43.75

Enclosed is an original and copy of Articles of Amendment to the Articles of Incorporation of Preferred Florida Mortgages, Inc. Also enclosed is a check in the amount of \$43.75 to cover the fees for filing of the Amendment and for a certified copy. Please stamp the copy and return it to me in the attached self-addressed envelope.

Thank you for your assistance in this matter. If you have any questions or require additional information, please do not hesitate to contact me at (727) 538-5468.

Very truly yours,

Jill Fisher Powers

Jill Fisher Powers
Executive Vice President &
General Counsel

JFP/dm

Enclosures

~~6099-2304~~
N/C

V. SHEPARD OCT 22 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 7, 1999

JILL FISHER POWERS
19353 U.S. HWY. 19 NORTH
SUITE #100
CLEARWATER, FL 33764

SUBJECT: PREFERRED FLORIDA MORTGAGES, INC.
Ref. Number: V05584

We have received your document for PREFERRED FLORIDA MORTGAGES, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 399A00048596

Rec'd 10/18

Jill Fisher Powers
Executive Vice President
General Counsel



October 14, 1999

Via Airborne Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Attention: Velma Shepard, Corporate Specialist

Reference: Amendment to Articles of Incorporation of Preferred Florida Mortgages, Inc.

Dear Ms. Shepard:

Enclosed please find an original and copy of Articles of Amendment to the Articles of Incorporation of Preferred Florida Mortgages, Inc. These Articles were corrected per your letter to me dated October 7, 1999, a copy of which is enclosed per your instructions. You are currently holding our check in the amount of \$43.75 to cover the filing fees. Please return the stamped document showing evidence of filing to my attention in the enclosed envelope.

Thank you for your assistance in this matter. If you have any questions or require additional information, please contact me at (727) 538-5468.

Very truly yours,

A handwritten signature in cursive script that reads "Jill Fisher Powers/dm".

Jill Fisher Powers
Executive Vice President &
General Counsel

JFP/dm

Enclosures

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PREFERRED FLORIDA MORTGAGES, INC.**

FILED
99 OCT 18 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provision of the Articles of Incorporation of Preferred Florida Mortgages, Inc., a Florida corporation ("Corporation"), Charter Number V05584, is hereby amended as shown below:

EFFECTIVE DATE
10/21/99

Article I of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

ARVIDA MORTGAGE SERVICES, INC.

The foregoing amendment was adopted by the Board of Directors of the Corporation, without Shareholder approval and shareholder action was not required, on September 29, 1999, and shall be effective October 21, 1999.

IN WITNESS WHEREOF, the undersigned, being the Chief Executive Officer and Director of the Corporation, has executed these Articles of Amendment as of September 29, 1999, and same shall be effective October 21, 1999.

FLORIDA PREFERRED MORTGAGES, INC.

By: _____

Richard W. Cope
Chief Executive Officer & Director