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ATLANTIC REAL ESTATE CREDIT CORPORATION
11911 U.S. Highway One, Suite 304
North Palm Beach, FL 33408
(561) 622-8115

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Department of State Division of Corporations P.O. Box 1500 Tallahassee, FL 32302-1500

To Whom It May Concern:

Enclosed please find original Articles of Amendment to the Articles of Incorporation for Atlantic Real Estate Credit Corporation, as well as a check in the amount of \$35.00 for filing fees.

Please record the Articles of Amendment in your records and provide the undersigned with evidence of their filing.

Should you have any questions, please do not hesitate to contact the undersigned.

Sincerely,

Douglas Avdellas

DA/jm encls.

BROAD AND CASSEL

ATTORNEYS AT LAW

BOCA RATON + FT. LAUDERDALE + MIAMI + ORLANDO + TALLAHASSEE + TAMPA + WEST PALM BEACH

FIFTH FLOOR 400 AUSTRALIAN AVENUE SOUTH WEST PALM BEACH, FL 33401 (561) 832-3300 FAX (561) 655-1109

Reply to:
DONALD P. DUFRESNE
INTERNET: ddufresn@broadandcassel.com

June 29, 1999

Mr. Doug Avdellas, President Atlantic Real Estate Credit Corporation 11911 U.S. Highway One Suite 304 North Palm Beach, FL 33408

Re: Atlantic Real Estate Credit Corporation/General Name Change

Dear Doug:

Enclosed please find the original Articles of Amendment to the Articles of Incorporation for Atlantic Real Estate Credit Corporation, changing the name to "Atlantic Credit Corporation." We have also provided a cover letter to the Department of State, which you should forward, along with a check in the amount of \$35.00, payable to the Florida Department of State.

If everything is acceptable, please sign the Articles of Amendment and forward them on to the Department of State for filing. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

BROAD AND CASSEL

Donald P. Dufresne

DPD:jmm atts.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF ATLANTIC REAL ESTATE CREDIT CORPORATION

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Pursuant to the provisions of Chapter 607.1006, Florida Statutes, this Florida for profit corporation adopts the following Articles of Amendment to the following provisions of the Articles of Incorporation of Atlantic Real Estate Credit Corporation, a Florida corporation, filed in Tallahassee, Florida, on April 20, 1992. Said Articles of Incorporation be and they are hereby amended in the following particulars:

ARTICLE I. NAME be and it hereby is amended to read as follows:

"The name of this Corporation shall be: ATLANTIC CREDIT CORPORATION"

The undersigned, constituting the all of the shareholders and directors of the corporation, adopted the foregoing amendment on June 30, 1999.

Signed this 30 day of June, 1999.

Douglas G. Avdellas

President, Director and Sole Shareholder