



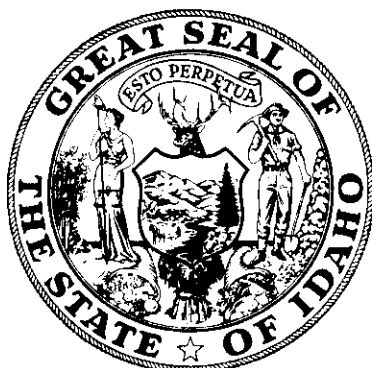
Department of State.

**AMENDED CERTIFICATE OF AUTHORITY
OF
TRANSFEREE CORPORATION**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of TRANSFEREE CORPORATION for an Amended Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to ADVANCE MORTGAGE CORPORATION to transact business in this State under the name ADVANCE MORTGAGE CORPORATION and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated June 18, 19 82.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY RECEIVED

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on April 15, 1982, authorizing it to transact business in the State of Idaho under the name of Transferee Corporation

2. Its corporate name has been changed to Advance Mortgage Corporation

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is Advance Mortgage Corporation

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

No Change

(Note: If no additional purposes are proposed, insert "No change.")

Dated June 10, 1982

By Robert J. Mylod

Its President

And Julane Brooks Alt

Its Secretary

STATE OF MICHIGAN)

COUNTY OF OAKLAND) ss:

I, Sharon M. Quinn, a notary public, do hereby certify that on this 10 day of June, 1982, personally appeared

before me Robert J. Mylod, who being by me first duly sworn,
declared that he is the President of Advance Mortgage Corporation
(formerly Transferee Corporation)

that he signed the foregoing document as President of the corporation and
that the statements therein contained are true.

Sharon M. Quinn
Notary Public

SHARON M. QUINN
Notary Public, Wayne County, Mich.
My Commission Expires October 2, 1985
"Acting in Oakland County"

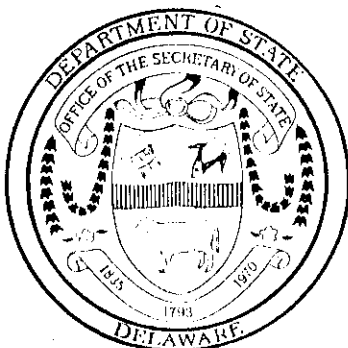


State of DELAWARE



Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware,
do hereby certify that the attached is a true and correct copy of
Certificate of Amendment
filed in this office on June 10, 1982.



Handwritten signature of Glenn C. Kenton.

Glenn C. Kenton, Secretary of State

BY: Handwritten signature of K. Scaggs.

June 10, 1982

DATE: _____

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
TRANSFEREE CORPORATION

It is hereby certified that:

FIRST: The name of the corporation (hereinafter referred to as the "Corporation") is TRANSFEREE CORPORATION, a corporation organized pursuant to the provisions of the General Corporation Law of State of Delaware on the 7th day of April, 1982.


SECOND: Article FIRST of the Certificate of Incorporation, relating to the name of the Corporation, is hereby amended by striking out Article FIRST thereof in its entirety and by substituting in lieu of said Article a new Article FIRST to read as follows:

"FIRST: The name of the corporation (hereinafter called the "corporation") is ADVANCE MORTGAGE CORPORATION."

THIRD: The Amendment of the Certificate of Incorporation of the Corporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

SIGNED at Southfield, Michigan as of the 1st day of
June, 1982.

TRANSFeree CORPORATION

By: 
Robert J. Mylod, President

ATTEST:


Julane Brooks Alt, Secretary