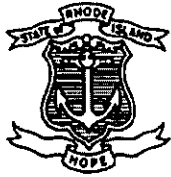


Filing Fee \$50.00

ID Number: 00006403



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

2012 DEC 31 AM 11:46
SECRETARY OF STATE
CORPORATIONS DIV

BUSINESS CORPORATION

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION

Pursuant to the provisions of Section 7-1.2-905 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is Embrace Home Loans, Inc.
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on December 26, 2012, in the manner prescribed by Chapter 7-1.2 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

[Insert Amendment(s)]

(If additional space is required, please list on separate attachment)

See attached Addendum A

Multiple horizontal lines for inserting amendments.

2012 DEC 27 PM 12:18
SECRETARY OF STATE
CORPORATIONS DIV

- 3. As required by Section 7-1.2-105 of the General Laws, the corporation has paid all fees and taxes.
4. These Articles of Amendment shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing

Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: December 26, 2012

FILED

DEC 31 2012

Signature of Authorized Officer of the Corporation

Deanna M. Roy, Secretary

BY [Signature] Type or Print Name of Authorized Officer

11:46

State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION

of

EMBRACE HOME LOANS, INC.

Addendum A

1. Article FOURTH of the corporation's Articles of Incorporation, as amended (the "Articles"), is hereby amended and replaced in its entirety to read as follows:

"The total number of shares of capital stock which the corporation has the authority to issue is Five Hundred Thousand (500,000) shares, consisting of Five Thousand (5,000) shares of Voting Common Stock, no par value per share (the "Voting Common Stock"), and Four Hundred Ninety-Five Thousand (495,000) shares of Non-Voting Common Stock, no par value per share (the "Non-Voting Common Stock").

The Voting Common Stock and Non-Voting Common Stock shall have the following voting powers, preferences, rights, and privileges:

1. Rank:

Shares of the Voting Common Stock and Non-Voting Common Stock shall be equal in each case as to distributions of assets upon liquidation, dividends, dissolution, or winding-up of the Corporation, whether voluntary or involuntary, on a share for share basis.

"Common Stock" means, collectively, the Voting Common Stock and the Non-Voting Common Stock.

(a) Ratable Treatment. Except as specifically otherwise provided herein or as may be set forth in the corporation's By-Laws, as may be amended and/or amended and restated from time to time, all shares of Common Stock shall be identical and shall entitle the holders thereof to the same and identical rights and privileges. The corporation shall not subdivide or combine any shares of Common Stock, or pay any dividend or retire any share or make any other distribution on any share of Common Stock, or accord any other payment, benefit, or preference to any share of Common Stock, except by extending such subdivision, combination, distribution, payment, benefit, or preference equally to all shares of Common Stock. If dividends are declared which are payable in shares of Common Stock, such dividends shall be payable in shares of Voting Common Stock to holders of Voting Common Stock, and in shares of Non-Voting Common Stock to holders of Non-Voting Common Stock.

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SECRETARY OF STATE  
CORPORATIONS DIV

(b) **Dividends.** The holders of Common Stock shall be entitled to dividends out of funds legally available therefor, when duly declared by the corporation in respect to Common Stock, and, upon a liquidation of the Corporation, to share ratably in the assets of the corporation available for distribution to the holders of Common Stock.

**2. Voting Rights:**

(a) **Voting Common Stock.** Except as otherwise provided under applicable law, the holders of Voting Common Stock shall have full voting rights and powers to vote on all matters submitted to shareholders of the corporation for vote, consent, or approval, and each holder of Voting Common Stock shall be entitled to one vote for each share of Voting Common Stock held of record by such holder.

(b) **Non-Voting Common Stock.** Except as otherwise provided under applicable law, the holders of Non-Voting Common Stock shall have no right to vote on any matter submitted to shareholders of the corporation for vote, consent, or approval, and the Non-Voting Common Stock shall not be included in determining the number of shares voting or entitled to vote on such matters.”

2. Each share of capital stock of the corporation issued and outstanding immediately prior to the effectiveness of this Articles of Amendment to the Articles (this “Amendment”) shall, immediately following the effectiveness of this Amendment, be split and represent One (1) share of Voting Common Stock and Ninety-Nine (99) shares of Non-Voting Common Stock.