

CMAC®

P03440

Commonwealth Mortgage Assurance Company

1601 Market Street
Philadelphia, PA 19103
(800) 523-1988
(215) 564-6600
(215) 496-0346 (Fax)

May 11, 1999

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Corporate Name Change

Dear Sir/Madam:

Commonwealth Mortgage Assurance Company (CMAC) will be changing it's name to Radian Guaranty Inc. upon the completion of the impending holding company merger wherein CMAC's holding company, CMAC Investment Corporation will be the surviving corporation.

Enclosed please find the following related documentation:

1. Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida;
2. Certified Articles of Amendment; and
3. A check for \$43.75 as the required filing fee.

Please provide a New Certificate of Status per the insurance departments instructions.

The proposed effective date of the name change is June 9, 1999.

Please acknowledge the departments acceptance of the name change as soon as possible by providing us with a New Certificate of Status. For your convenience I have enclosed a return self addressed stamped envelope.

Very truly yours,

Tamara A. Bohm
 Tamara A. Bohm
 Compliance Administrator &
 Assistant Secretary

enc.

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 -05/27/99-01088-004
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FILED
 99 MAY 27 PM 5:22
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. Commonwealth Mortgage Assurance Company
Name of corporation as it appears on the records of the Department of State.
2. Pennsylvania
Incorporated under laws of
3. Sept. 19, 1984
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? March 12, 1999
5. Radian Guaranty Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
New Jurisdiction

FILED
99 MAY 27 PM 5:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Howard S. Yaruss
Signature

May 19, 1999
Date

Howard S. Yaruss
Typed or printed name

Sr. Vice President & Secretary
Title

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MARCH 17, 1999

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

RADIAN GUARANTY INC.

I, Kim Pizzingrilli, Acting Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Amendment

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Kim Pizzingrilli

ACTING Secretary of the Commonwealth

SSCH

MAR 12 1999

Microfilm Number _____

Filed with the Department of State on _____

Entity Number 639534

Kim Pizzangullo

ACTING Secretary of the Commonwealth

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION

DSCB:15-1915 (Rev 89)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: Radian Guaranty Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following address to conform to the records of the Department):

(a)	<u>1601 Market Street, Philadelphia, Pennsylvania</u>	<u>19103</u>		
	Number and Street	City	State	Zip

(b)	_____	_____
	Name of Commercial Registered Office Provider	County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: Act of May 17, 1921, P.L. 682

4. The original date of its incorporation is: September 23, 1976

5. (Check, and if appropriate complete, one of the following):

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: April 14, 1999

6. (Check one of the following):

The amendment was adopted by the shareholders pursuant to 15 Pa.C.S. § 1914(a) and (b).

The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914 (c).

7. (Check, and if appropriate complete, one of the following):

The amendment adopted by the corporation, set forth in full, is as follows:

Article 1st of the Articles of Agreement of Commonwealth Mortgage Assurance Company is hereby amended and restated in its entirety to read as follows:

"1st. The name by which the company shall be known is Radian Guaranty Inc."

The amendment adopted by the corporation as set forth in full in Exhibit A, attached hereto and made a part hereof

(Check if the amendment restates the Articles):

The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 11th day of March, 19 99.

Radian Guaranty Inc.

(Name of Corporation)

BY: Howard S. Yaruss
Howard S. Yaruss (Signature)

TITLE: Senior Vice President, Secretary & General Counsel