



12/11/200820008

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Business Registration Division
DEPT. OF COMMERCE AND
CONSUMER AFFAIRS
State of Hawaii

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810
Phone No. (808) 586-2727

ARTICLES OF AMENDMENT
(Section 414-206, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, duly authorized officer of the corporation submitting these Articles of Amendment, certifies as follows:

- 1. The name of the corporation is:
WM Mortgage Reinsurance Company, Inc.
- 2. The amendment(s) adopted is attached.
- 3. The total number of shares outstanding is: 1,000
- 4. The amendment(s) was adopted (check one):
 at a meeting of the shareholders held on _____
(Month Day Year)

Class/Series	Total Number of Votes Entitled to be Cast	Number of Votes Cast For Amendment	Number of Votes Cast Against Amendment

OR

by written consent dated October 20, 2008 which all of the shareholders signed.
(Month Day Year)

- 5. If the amendment(s) provides for an exchange, reclassification, or cancellation of issued shares, provisions necessary to effect the exchange, reclassification, or cancellation, if any, have been made.

The undersigned certifies under the penalties of Section 414-20, Hawaii Revised Statutes, that the undersigned has read the above statements, I/we are authorized to make this change, and that the statements are true and correct.

Signed this 9 day of December, 2008

Christopher J. Wells, Vice President
(Type/Print Name & Title)

(Signature of Officer)

SEE INSTRUCTIONS ON REVERSE SIDE. The articles must be signed by at least one officer of the corporation.

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AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
WM MORTGAGE REINSURANCE COMPANY, INC.

Article V of WM Mortgage Reinsurance Company, Inc.'s Articles of Incorporation is hereby amended in its entirety to read as follows:

ARTICLE V

DIRECTORS AND OFFICERS

The board of directors shall have at least two (2), and no more than nine (9) directors. Directors and officers shall be elected or appointed in the manner provided by the Bylaws and shall have the powers given to them in the By-Laws. Any person may hold two or more offices in the corporation unless forbidden to do so by the By-Laws or law. The officers of the corporation shall be a President, one or more Vice-Presidents, a Treasurer, and a Secretary along with such other officers as are provided for in the By-Laws. The board of directors shall except as limited in the By-Laws, have all power necessary or proper to carry out all of the business of the corporation, and the Directors may delegate such powers as they see fit, so long as such delegation is not prohibited by law or in the By-Laws.