



PSCU FINANCIAL
SERVICES®

SHARED VISION. SHARED VALUES™

August 16, 2007

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Second Amendment to Articles of
PSCU Financial Services, Inc.

Dear Sir or Madam:

Kindly file the enclosed amendment for document #757378 referencing PSCU Financial Services, Inc. The enclosed check #83216 in the amount of \$35.00 is the filing fee for same.

Kindly return the filed amendment in the enclosed prepaid envelop.

Thank you.

Very truly yours,

Amy M. Alva, CP
Legal Department

**SECOND AMENDMENT TO ARTICLES OF INCORPORATION OF
PSCU FINANCIAL SERVICES, INC.**

Pursuant to Florida Statutes, sections 617.1002 and 617.1006, the Articles of Incorporation of PSCU Financial Services, Inc. (the "Corporation") are hereby amended as follows:


1. Article VI is hereby amended to read as follows:

ARTICLE VI – MEMBERS


The Corporation shall have members. Members of the Corporation shall be limited to duly constituted and operating federal or State chartered credit unions, organizations owned by credit unions, credit union service organizations, and other entities that the Board deems to be in the best interests of the Corporation; provided, that each such entity qualifies for membership within the membership guidelines of this Corporation.

2. The foregoing amendment was approved and adopted on April 23, 2007 by the Board of Directors.
3. The members of the Corporation were not entitled to vote on the foregoing amendment, since the By-Laws of the Corporation provide that the directors may amend the Articles of Incorporation without a vote of the members.
4. This amendment shall be effective April 23, 2007.

IN WITNESS WHEREOF, we have executed this Amendment to Articles of Incorporation this 24th day of July, 2007.




David J. Serlo
President



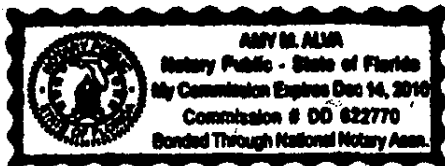
Ernie Hudson
Assistant Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me on this 24th day of July, 2007, by David J. Serlo and Ernie Hudson, the President and Assistant Secretary, respectively, of PSCU Financial Services, Inc., a Florida corporation, on behalf of the Corporation.



NOTARY PUBLIC
Print Name:
My commission expires:



FILED
2007 AUG 21 PM 4:56
TALLAHASSEE, FLORIDA
SECRETARY OF STATE