

Samuel F. May Jr. and Company
Certified Public Accountants

Member: AICPA
FICPA

Barnett Bank Building
23123 State Road 7, Suite 210
Boca Raton, Florida 33428

H51736

Office: (561) 477-0670 Fax: (561) 852-1675

June 26, 1998

100002575161--0
-06/29/98--01114--001
*****52.50 *****52.50

To Whom It May Concern,

Please forward a certified copy of change
to me at the address above.

Enclosed is a check in the amount of \$52.50.

Thanking you in advance for your cooperation.

Sincerely yours,
Samuel F. May Jr.
Samuel F. May Jr.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 27 PM 3:07

FILED

on
H51736
HP
NO
7-27-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 13, 1998

SAMUEL F. MAY, JR.
23123 STATE ROAD 7, SUITE 210
BOC RATON, FL 33428

SUBJECT: MAY'S FINANCIAL SERVICES COMPANY, INC.
Ref. Number: H51736

We have received your document for MAY'S FINANCIAL SERVICES COMPANY, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please indicate the new Corporate name in the FIRST part of the form.

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 698A00037164

RECEIVED
98 JUL 27 AM 8:47
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

May's Financial Services Company, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

1) The Company wishes to change its name from May's Financial Services Company, Inc. to Powerhouse Financial Services of America, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: June 22, 1998

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 22nd day of June, 19 98

Signature Samuel F. May Jr. President, Treasurer & Secretary
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

SAMUEL F. MAY JR.
Typed or printed name

PRESIDENT, TREASURER & SECRETARY
Title