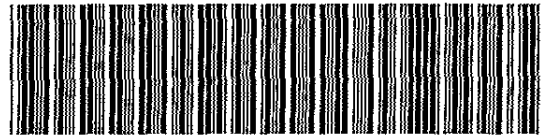


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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA



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Southern Wealth Advisors, LLC

919 Guernsey Street
Orlando, FL 32804
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(407) 422-5695 (fax)
E-mail: rgshanklin@mindspring.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Richard G. Shanklin, III
President

June 18, 2003

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Filing of Article of Amendment

Dear Sir/Madam:

Please find enclosed the Article of Amendment to Articles of Organization of Southern Wealth Advisors, LLC hereby changing the name of the Company to "Southern Franchise Capital, LLC" along with a check in the amount of \$55.00 to cover the cost of the filing fee and a certified copy.

Please file this document in the records of the State of Florida and mail the certified copy to the above address. Thank you for your attention to this matter.

Very truly yours,

Southern Wealth Advisors, LLC



Richard G. Shanklin, III
President

Enclosures

**ARTICLE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SOUTHERN WEALTH ADVISORS, LLC,
a Florida Limited Liability Company**

FILED
03 JUN 23 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS IS TO CERTIFY THAT:

- FIRST:** This Article amends the Articles of Organization of Southern Wealth Advisors, LLC, a Florida Limited Liability Company.
- SECOND:** The date of filing of the articles of organization was April 28, 2003.
- THIRD:** Article I of the Articles of Organization provide that the name of the Company shall be Southern Wealth Advisors, LLC.
- FOURTH:** Article I is hereby amended to provide that "The name of the Company shall be Southern Franchise Capital, LLC."

IN WITNESS WHEREOF, this Article of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S., this 18th day of June, 2003..

By: 

Richard G. Shanklin, President and Member