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Articles of Amendment to Articles of Incorporation of

Heritage Capital Credit Corporation (Name of corporation as ourrently filed with the Florida Dept. of State) L10578 (Document number of corporation (if known) Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation: NEW CORPORATE NAME (if changing): (Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.") (A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.") AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) THE CORPORATION HEREBY AMENDS ARTICLE IV TO INCREASE ITS AUTHORIZED SHARES TO 1,500,000,000 SHARES OF COMMON STOCK AND 10,000,000 SHARES OF PREFERRED STOCK, PAR VALUE OF EACH CLASS SHALL REMAIN AT \$0.001. (Attach additional pages if necessary) If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment	(s) adoption: July 17, 2007
Effective date if applicable:	
	(no more than 90 days after smendment file date)
Adoption of Amendment(s)	(CHECK ONE)
	vas/were approved by the shareholders. The number of votes east for y the shareholders was/were sufficient for approval.
The amendment(s) v following statement separately on the am	vas/were approved by the shareholders through voting groups. The must be separately provided for each voting group entitled to vote sendment(s):
"The number of t	votes cast for the amendment(s) was/were sufficient for approval by
**	(voting group)
The unendment(s) wand shareholder action	ras/were adopted by the board of directors without shareholder action on was not required.
The amendment(s) we shareholder action we	ras/were adopted by the incorporators without shareholder action and as not required.
Signature	y Caro Defusor
selected	eator, president or other officer - if directors or officers have not been L by an incorporator - if in the hands of a receiver, trustee, or other court ad fiduciary by that fiduciary)
G. Ca	arol Johnson
	(Typed or printed name of person signing)
Chali	man/CEO/President
-1035-10-10-10-10-10-10-10-10-10-10-10-10-10-	(Title of person signing)

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